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**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

MELINA N. JACOBS, On Behalf of Herself
and All Others Similarly Situated,

Plaintiff,

Civil Action No.: 1:16-cv-01082-PGG

vs.

VERIZON COMMUNICATIONS, INC.;
VERIZON INVESTMENT MANAGEMENT
CORP.; THE VERIZON EMPLOYEE
BENEFITS COMMITTEE; MARC C. REED;
MARTHA DELEHANTY; ANDREW H.
NEGENS; CONNIA NELSON; SHANE
SANDERS; ROBERT J. BARISH;
DONNA C. CHIFFRILLER; FIDELITY
MANAGEMENT TRUST COMPANY; AND
FIDELITY INVESTMENTS
INSTITUTIONAL OPERATIONS
COMPANY, INC.

Defendants.

DECLARATION OF CYNTHIA L. JONES, CFA

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I, Cynthia L. Jones, CFA, declare as follows:

I. Introduction and Assignment

1. I am a Vice President of Monument Economics Group, LLC (“MEG”). MEG is an economic consulting firm with offices in Arlington, Virginia and New York, New York. MEG’s senior staff provides financial analysis and related consulting services to its clients. MEG personnel have frequently been called upon to prepare reports and to testify as experts in actions brought pursuant to Federal and State securities laws, and ERISA matters, on subjects including: (1) market efficiency; (2) materiality and loss causation; (3) the valuation of publicly traded and privately held securities; and (4) the quantum of economic damages sustained by investors.

2. I have been asked by counsel for Plaintiff to review matters relevant to Melina N. Jacob v. Verizon Communications, Inc., et al. (“Verizon ERISA Litigation”), as set forth in the Class Action Complaint (the “Complaint”) filed in this litigation, which alleges certain violations against the named fiduciaries of the Verizon Savings Plan for Management Employees (the “Plan”) and other Defined Contribution plans sponsored by Verizon. It is my understanding that the Plaintiff alleges a breach of fiduciary duty claim under ERISA § 502(a)(2) and (3) against Defendants for a failure to “adequately monitor the performance of the Global Opportunity Fund and the failure to take any corrective action regarding that fund despite obvious and long-term underperformance” of the fund.¹ I have been asked to do the following:

- a. Analyze the performance, risks, and fees associated with an investment in the Global Opportunity Fund as part of the Plan during the relevant time period;

¹ Complaint, ¶128.

- b. Determine whether a common damages methodology could be utilized to calculate potential losses to the Plan and to compensate participants in the Plan on a class-wide basis; and
 - c. Provide an estimate of damages to the Plan based on the assumption that as of April 1, 2010, the Global Opportunity Fund should have been removed as an investment option in the Plan.
3. A summary of the materials that I have reviewed and relied upon are listed in Exhibit No. 1 to this declaration. These documents include, but are not limited to:
- a. The Complaint filed in this litigation;
 - b. The Order dated September 28, 2017 regarding Motions to Dismiss;
 - c. Plan documents entitled “Your Investment Options in the Verizon Savings Plan for Management Employees” (the “Investment Guide”), dated at various points within the relevant time period;
 - d. Monthly investment performance reports provided in Microsoft® Excel spreadsheets, also known as VIPER reports;
 - e. Microsoft® Excel spreadsheets entitled “Statistical Tracking and Reporting System” (“STAR”) reports generated for each month throughout the relevant time period; and
 - f. Relevant deposition transcripts, exhibits, and certain other documents produced in discovery in this matter.

II. Qualifications

4. I graduated from North Carolina State University with a Bachelor's degree in Economics and Business Management and hold a Master's of Business Administration in Finance from Rutgers University.

5. I have been professionally active as a financial analyst for more than twenty-five years. I have achieved the professional designation of Chartered Financial Analyst ("CFA") and am a member of the CFA Institute. The CFA program is a globally recognized standard for measuring the competence and integrity of financial analysts. Its curriculum develops and reinforces a fundamental knowledge of investment principles. The curriculum includes Ethical and Professional Standards, Quantitative Methods, Economics, Financial Statement Analysis, Corporate Finance, Analysis of Debt Investments, Analysis of Equity Investments, Analysis of Derivatives, Analysis of Alternative Investments, Portfolio Management and Performance Measurement and Attribution. A candidate's ability to apply these principles at a professional level is measured through three levels of examination which must be passed in succession. I participate in the CFA Institute's continuing education program and I am a member of the CFA Society New York and CFA Society Philadelphia. A copy of my curriculum vitae is attached as Exhibit No. 2.

6. The past 25 years of my career have largely been dedicated to capital markets consulting and expert analytics in securities and commercial litigation matters, including valuation and economic damages. I have been retained to provide opinions on the value of equity securities, corporate debt securities, mutual funds, real estate investment trusts, and other financial instruments. I have been qualified to testify on matters including market efficiency, materiality, causation and damages. A complete list of the matters in which I have provided oral or written testimony in the past four years is attached as Exhibit No. 3.

III. Summary of Opinions

7. I have analyzed the investment returns to the Global Opportunity Fund during the relevant time period and have determined that the Fund did not perform according to the expectations of Verizon's Employee Benefits Committee. I have also compared the Global Opportunity Fund's performance to its stated hurdle rate, or benchmark; and to a peer benchmark of other similar investments. The Global Opportunity Fund significantly underperformed in all three comparisons, from inception through year-end 2009 and through the entire Class Period.

8. I have also analyzed returns to the Fund on a risk-adjusted basis. Using certain measures of risk-adjusted performance, including the Sharpe Ratio and Information Ratio, metrics generated in the VIPER reports, the Global Opportunity Fund significantly underperformed the other Plan investments.

9. I have also made a comparison of the expense ratios for the Global Opportunity Fund and observe that it had the highest expense ratio of any of the other Plan investments. As set forth in further detail below, the Global Opportunity Fund's fees were three times higher than the average of the other Plan investments, at 177.5 basis points per annum versus 55.4 basis points per annum, as of January 1, 2009.

10. Assuming that Defendants are found liable for breaches of fiduciary duty to the Plan and its participants, damages could be calculated using an accepted methodology outlined in *Donovan v. Bierwirth*, 754 F.2d 1049, 1056 (2d Cir. 1985):

[i]n determining what the plan would have earned had the funds been available for other purposes, the district court should presume that the funds would have been treated like other funds being invested during the same period in proper transactions. Where several alternative investment strategies were equally plausible, the court should presume that the funds would have been used in the most profitable of these.

The losses suffered by the Plan and its participants could be measured as the difference between the return earned on the offending Plan investment and what would have been earned had the funds been invested in an appropriate alternative investment during the same period. The differential in investment return would be calculated for Plan investments in the Global Opportunity Fund and applied to class members' Plan investments, using a single common formula consistent with Plaintiff's theory of liability.

11. Based on the Plan data provided to me, including the month-end dollar balances invested in the Global Opportunity Fund, and monthly investment returns, as well as the returns to an appropriate alternative investment during the period April 1, 2010 through January 31, 2017 (the "Class Period"), I estimate that the damages to the Plan are approximately \$385.1 million, including reinvestment of the differential between the amount earned from the Global Opportunity Fund and that of an appropriate alternative investment.

IV. Plan Investment Options

12. The Plan offered two types of investment options "designed to meet specific objectives," including:

Target Date Funds: Each of the ten Target Date Funds is designed as a single investment option that is professionally managed to give participants an appropriate combination of equity (generally stock), bond and other investments based on the approximate date they plan to begin withdrawing their savings. The allocation of investments changes automatically over time from more equity-oriented and higher volatility investments to more fixed income-oriented and lower volatility investments as the fund nears its target date. Once the target date is reached, the funds are moved into the Retirement Income & Investment Fund, which is the Target Date Fund with the lowest risk and volatility. [...]

Asset Class Investment Options: These 14 investment options are designed for participants who take a more active role in selecting investments for their Savings Plan account. The wide range of investments include U.S. and international stock index portfolios, institutionally priced actively managed U.S. and international

stock portfolios, real estate funds, an absolute return strategy fund and additional investments in Verizon stock, among other types of funds. [...] ²

V. The Global Opportunity Fund

13. The Employee Benefits Committee (“EBC”) met on or about December 8, 2006 to approve a number of changes to the Plan, including the addition of the Global Opportunity Fund as an Asset Class Investment Option for the Plan.³ At this time, the EBC also approved three investment management firms as managers of the assets comprising the Global Opportunity Fund, including Mellon Capital (“Mellon”), Goldman Sachs Asset Management (“GSAM”), and Bridgewater Associates (“Bridgewater”).⁴ The Global Opportunity Fund was described as follows in the recommendation:

The Global Opportunity Fund (“The Fund”) is a diversified approach to investing across domestic and international stock, bond, currency and commodity markets in a fund of funds approach. This fund will have the three aforementioned underlying funds and a cash allocation (also managed by Mellon Capital) in which it invests. The Fund is an absolute return investment that seeks to earn positive returns even when stock, bond currency and commodity markets may be trending downward. The Fund uses an approach to investing called Global Tactical Asset Allocation (“GTAA”).⁵

14. Consistent with the initial recommendation to add the Global Opportunity Fund as an investment option in the Plan, the April 1, 2010 Investment Guide described the Global Opportunity Fund as follows:⁶

What it is: A diversified approach to investing across domestic and international stock, bond and currency markets in a fund of funds approach. This fund currently has three

² Investment Guide as of April 1, 2010, VERIZON0001739-1775, p. 2.

³ See, Meeting Binder dated December 7, 2006, VERIZON0015557.

⁴ VERIZON0015587-88; in addition to the three investment managers, there was also an allocation to cash, invested in the Standish Mellon Short Term Investment Fund.

⁵ Id., 87.

⁶ As set forth in Exhibit No. 1, I have reviewed numerous Investment Guides, dating from 2009 through 2017. The description of the Global Opportunity Fund did not change until 2015, when it was overseen by Rock Creek Partners, LP. At that time, 80% of the portfolio was invested in hedge fund strategies including global macro, and 20% was invested in a “risk parity” strategy. (VERIZON0000521-522).

underlying funds and a cash allocation in which it invests. The fund uses an approach to investing called Global Tactical Asset Allocation (“GTAA”). GTAA seeks to add value versus a “hurdle rate” (i.e., a target percentage by which the fund’s assets will increase in value each year) by investing a relatively greater proportion of the fund in what the fund managers determine are attractive markets while simultaneously investing a relatively smaller proportion in, or engaging in short selling transactions with respect to, markets that are viewed by the fund managers as overvalued. GTAA is intended to add value and reduce the volatility of long-term total returns for a participant when used with other investment options in the Savings Plan to diversify investments across a broad range of investment classes. GTAA seeks to achieve results by promptly responding to changes in market pressures and economic conditions by exploiting the opportunities offered by inefficiencies in global markets. [...]

The benchmark by which the performance of the fund is measured against is a hurdle rate that is a composite of the target returns of similar types of absolute return investments. The fund’s hurdle rate represents a benchmark by which the fund’s performance will be measured. The hurdle rate is neither a guarantee nor a prediction of how the fund will actually perform. The fund’s performance may exceed or substantially under perform the hurdle rate and may lose money.⁷

15. Unlike more traditional investment options offered to Plan participants, the Global Opportunity Fund’s benchmark was a flat “hurdle rate” used to track its performance.⁸ From inception through July 31, 2012, the hurdle rate for the Global Opportunity Fund was 12% per annum.⁹ On August 1, 2012, the hurdle rate was lowered to 8% per annum, and that hurdle rate was maintained through January, 2015.¹⁰ I note that although the hurdle rate for the Global Opportunity Fund officially changed to 8% on that date, the STAR reports, which were used to monitor the Fund’s investment performance, continued to reflect the 12% hurdle rate through the end of the Class Period. On or about January 1, 2015, the hurdle rate moved to a floating rate equal to LIBOR plus 4%.^{11,12} As of that date, the one-year LIBOR rate was approximately

⁷ VERIZON0001757-1758.

⁸ Defendants’ employees testified the hurdle rate reflected expected performance of the Fund. *See, e.g.*, Riak Depo Transcript at 28:16-19; Mercer Depo Transcript at 71:6-11.

⁹ VERIZON0001745.

¹⁰ VERIZON0144101.

¹¹ LIBOR is an acronym for the London Interbank Offered Rate; *see* VERIZON0000502.

¹² VERIZON0000502 (dated February 1, 2015).

0.62%, thus, the hurdle rate for the Global Opportunity Fund would have been approximately 4.62%. I note that although the hurdle rate officially changed to LIBOR+4% at that time, the VIPER reports, which were generated by Verizon Investment Management Co. (“VIMCO”) to monitor the Fund’s investment performance, continued to reflect the 8% hurdle rate through the end of the Class Period, and the STAR reports continued to reflect the 12% hurdle rate.

16. According to the recommendation materials VIMCO provided to the EBC in conjunction with adding the Global Opportunity Fund to the Plan, the proposed Fund was described as follows:

GTAA is expected to generate positive absolute returns even in down markets, while lowering the overall volatility of a portfolio via the diversification of its holdings.¹³

While the Fund was new to the Verizon Plan, the three investment managers, Mellon, GSAM, and Bridgewater, each had managed a GTAA investment fund for at least the previous 10-year period. The recommendation materials contained the following performance information on the three managers.¹⁴

GTAA Product	Annualized Return Since Inception	Information Ratio
Mellon	25.20%	1.44
GSAM	38.80%	1.18
Bridgewater	17.50%	0.86

Source: VERIZON00015587-15588.

¹³ VERIZON00015587.

¹⁴ The Information Ratio is a measure of risk-adjusted performance. It is calculated by dividing the variance from benchmark by the tracking error. The Information Ratio measures the manager’s ability to outperform a benchmark, and the consistency of performance over time. The larger the Information Ratio, the better the performance. *See, e.g.,* Reilly, Frank K. and Brown, Keith C., Investment Analysis and Portfolio Management, (8th, 2006), pps. 1051-1052.

17. Verizon internally acknowledged that the Global Opportunity Fund was unique to the Plan in that it was the “first savings plan to incorporate a hedge fund investment option in the savings plan lineup.”¹⁵ The term “hedge fund” was not used to describe the Fund in the Plan’s Investment Guide(s) until 2015. An investment in the Fund carried certain unique risks relative to the other Plan options, including, for example, that the securities within the Fund may not have daily pricing and the daily valuation of the Fund may be based on estimates provided by the investment managers. As a result of these and other risks, a Plan participant was prohibited from allocating more than 15% of his or her contributions to the Global Opportunity Fund.¹⁶ As of December 31, 2009, participants’ investments in the Global Opportunity Fund as a standalone investment totaled approximately \$22.1 million.¹⁷

18. The Global Opportunity Fund was also one of the investments given an allocation in the Target Date Funds (“TDF”s). The TDFs were described as:

...a combination of some, but not necessarily all, of the Asset Class Investment Options in the Savings Plan. The amount of each Asset Class Investment Option held in a Target Date Fund follows an investment model developed by the fund manager, designed to balance the returns and risks of investments based on a date in the future when money is expected to be needed. Investments are administered by the Target Date Fund Manager and periodically rebalanced to reflect the expected returns and risk of the Target Date Fund Manager’s model.¹⁸

As of January 1, 2009, the allocation to the Global Opportunity Fund in the TDFs ranged from 5% of the Verizon 2010 Fund to 13% of the Verizon 2050 Fund, as shown in Table 1, below:¹⁹

¹⁵ Beik Depo Transcript at 147:10-13; also *see*, Riak Depo Transcript at 30:16-31:13.

¹⁶ VERIZON0001758.

¹⁷ VERIZON0032681.

¹⁸ VERIZON0001956.

¹⁹ *Id.*

TABLE 1 Composition of Verizon Target Date Funds as of January 1, 2009										
Fund Name	2050	2045	2040	2035	2030	2025	2020	2015	2010	Income & Investment
U.S. Large Company Fund	42%	42%	42%	42%	42%	32%	26%	20%	16%	15%
U.S. Small Company Fund	6%	6%	6%	6%	6%	5%	4%	3%	2%	2%
Pyramis REIT Commingled Pool	5%	5%	5%	5%	5%	4%	3%	2%	2%	2%
Private Global Real Estate Fund	0%	0%	0%	0%	0%	5%	7%	8%	10%	10%
International Company Fund	22%	22%	22%	22%	22%	17%	13%	11%	8%	8%
Emerging Markets Fund	2%	2%	2%	2%	2%	2%	1%	1%	1%	1%
Global Bond Fund	10%	10%	10%	10%	10%	25%	35%	38%	42%	43%
PIMCO Funds: Real Return Bond	0%	0%	0%	0%	0%	0%	3%	10%	14%	14%
Global Opportunity Fund	13%	13%	13%	13%	13%	10%	8%	7%	5%	5%
Total	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%

19. The allocation to the Global Opportunity Fund in the TDFs changed periodically during the Class Period. For example, as of February 1, 2015, the allocation ranged from 2% for the Verizon 2060 Fund to 5.0% for the Income & Investment Fund.²⁰ As of December 31, 2009, participants' investments in the Global Opportunity Fund as part of the TDFs totaled approximately \$230.0 million.²¹ Thus, as of the same date, the total amount of participants' investment in the Global Opportunity Fund was approximately \$252.1 million.

20. From inception through March 31, 2010, the Global Opportunity Fund consisted of allocations to the three asset managers, Mellon (32%), GSAM (10%), and Bridgewater (20%) and an allocation to cash (38%), consistent with the format first approved when the Fund was added to the Plan.²² On or about April 1, 2010, Plan participants received the following notification:

Effective April 1, 2010, the number of investment managers for the Global Opportunity Fund will be temporarily reduced from four to three. Goldman Sachs is closing the Total Return Fund Offshore LTD fund, and investments in this fund will automatically be transferred to the Standish Mellon Short Term Investment Fund. Standish Mellon will manage a higher percentage of Global Opportunity assets until a replacement fund is designated, which is expected to occur within the next 3 – 6 months.²³

²⁰ VERIZON0000501.

²¹ VERIZON0032681.

²² VERIZON0015588.

²³ VERIZON0006744.

Thus, as of April 1, 2010, the Global Opportunity Fund consisted of allocations to Mellon (32%), Bridgewater (20%), and cash (48%).²⁴ The Fund's hurdle rate did not change at that time and remained at 12% per annum. Although the communication to the Plan participants stated that a replacement for the GSAM component would occur within three to six months, the GSAM component remained in cash until August 2012, approximately 28 months later.

21. Effective August 1, 2012, VIMCO replaced the existing investment managers of the Global Opportunity Fund as follows: Rock Creek Partners, L.P. ("Rock Creek") was to manage approximately 70% of the Fund's assets, and the remaining 30% was allocated to the Bridgewater All Weather Strategy.²⁵ At this time, the hurdle rate (benchmark) was changed from 12% to 8%, reflecting "a target percentage for an increase in a fund's value each year."²⁶ The management changes implemented in August 2012 did not change the investment objective of the Fund.

22. On January 1, 2015, the allocation of the Global Opportunity Fund to its investment managers was again changed, with 80% allocated to Rock Creek and the remaining 20% to Bridgewater All Weather.²⁷ The description of the fund also changed, and was no longer described as a GTAA fund, but rather a "global macro and long/short equity" hedge fund.

What it is: A diversified approach to investing across stock, bond, commodity, and currency markets in a fund of funds approach. The fund invests in diversified hedge fund strategies that include global macro and long/short equity. Global macro managers seek to add value by investing a relatively greater proportion of the fund in markets the fund managers determine are attractive while simultaneously investing a relatively smaller proportion in, or engaging in short selling transactions with respect to, markets that are viewed by the fund managers as overvalued. Equity long/short managers seek to add

²⁴ The cash component was invested in the Standish Mellon Short Term Investment Fund.

²⁵ VERIZON0002206; VERIZON0002215-16; The All Weather Strategy allocation was to act as a "risk parity strategy" that was expected to provide "consistent returns in a variety of growth and inflation environments."

²⁶ VERIZON0002196.

²⁷ VERIZON0000512; VERIZON0000521-522.

value by investing in both long and short sides of equity markets while hedging against market downturns. The fund is intended to add value and reduce the volatility of long-term total returns for a participant when used with other investment options in the plan and to diversify investments across a broad range of investment classes. The fund seeks to achieve results by promptly responding to changes in market pressures and economic conditions by exploiting the opportunities offered by inefficiencies in global markets.²⁸

At this time the hurdle rate for the Fund was changed from a flat 8% per annum, to LIBOR +4%, a variable benchmark that floated with the LIBOR.²⁹

23. This litigation was filed in February of 2016, and in August 2016, VIMCO made the decision to close the Global Opportunity Fund to new investment effective February 1, 2017, and the allocations to the Fund in the TDFs were either eliminated or significantly reduced.³⁰ Specifically, the Verizon TDFs with corresponding retirement dates of 2060, 2055, 2050, 2045, 2040, and 2035 had a 0% allocation to the Fund, and the allocation for the remaining TDFs ranged from 1.55% to 5.0%.³¹ The total dollar amount of the Plan's investment in the Global Opportunity Fund as of December 31, 2016 was \$140.8 million.³² Attached as Exhibit No. 4 to this declaration is a chart showing the dollar amounts of participants' investments in the Global Opportunity Fund during the relevant time period.

VI. Investment Returns to Global Opportunity Fund

A. Performance Relative to the Fund's Hurdle Rate

24. I have analyzed the monthly and annual returns to the Global Opportunity Fund during the period from 2007 through 2017.³³ On an annual basis, for each of the calendar years

²⁸ Id.

²⁹ VERIZON0000502.

³⁰ Exhibits 171 (VERIZON0012011) and 173 (VERIZON0048837-41).

³¹ VERIZON0002157.

³² VERIZON0032366.

³³ According to the VIPER reports and the STAR reports, Verizon evaluated the investment returns to the Global Opportunity Fund relative to the designated hurdle rate and tracked its

2007, 2008, and 2009, the Fund significantly underperformed its benchmark, as shown in Table 2 below.³⁴

TABLE 2 Investment Performance Relative to Benchmark Annual Percentage Returns				
	Gl. Opp.	Hurdle	VFB	Cumulative VFB
2007	-8.49	12.00	-20.49	-20.49
2008	-10.32	12.00	-22.32	-42.81
2009	7.20	12.00	-4.80	-47.61

The examination of this time period is relevant because Plaintiff alleges that the Global Opportunity Fund should have been removed as a Plan investment as of April 1, 2010. As shown above, from inception through year-end 2009, the Global Opportunity Fund underperformed its benchmark by more than 20.0% in each of the first two years, and from inception through December 31, 2009, underperformed its benchmark by 47.6%.³⁵

25. On an annual basis, from inception through December 31, 2016, the Global Opportunity Fund underperformed its benchmark every year, except for 2010.³⁶ On a cumulative basis during that period, the Fund underperformed its benchmark by 78.4% as shown in Table 3 below.³⁷

“Variance from Benchmark” (“VFB”), which is simply the difference between the Fund’s return and the hurdle rate.

³⁴ VERIZON0032222; VERIZON0032726; and VERIZON0032681.

³⁵ I have also analyzed the Fund’s monthly returns relative to its benchmark for the period from inception through March 31, 2010. During that period of time, the average monthly Variance from Benchmark (“VFB”) was -1.3%, and the cumulative monthly VFB was -50.5% (VERIZON0033384).

³⁶ As noted above, the hurdle rate was changed from 8% per annum to a floating rate of LIBOR +4% in February 2015, however, the VIPER reports continue to reflect VFB relative to 8% per annum.

³⁷ VERIZON0032222; VERIZON0032726; VERIZON0032681; VERIZON0032645; VERIZON0016267; VERIZON0032558; VERIZON0032452; VERIZON0032426; VERIZON0032392; and VERIZON0032366.

TABLE 3
Investment Performance Relative to Benchmark
Annual Percentage Returns

	Gl. Opp.	Hurdle	VFB	Cumulative VFB	
2007	-8.49	12.00	-20.49	-20.49	
2008	-10.32	12.00	-22.32	-42.81	
2009	7.20	12.00	-4.80	-47.61	
2010	13.88	12.00	1.88	-45.73	
2011	7.80	12.00	-4.20	-49.93	
2012	-0.22	10.33	-10.55	-60.48	
2013	1.67	8.00	-6.33	-66.81	
2014	2.65	8.00	-5.35	-72.16	
2015	0.59	4.00	-3.41	-75.57	*
2016	1.16	4.00	-2.84	-78.41	*

*Hurdle rate was LIBOR +4% beginning January 2015; Average LIBOR rates in 2015 and 2016 0.79% and 1.38%, respectively.

26. As shown, from inception through December 31, 2016, the Global Opportunity Fund did not track its designated benchmark, and significantly underperformed relative to its benchmark.

B. Performance Relative to Expected Returns

27. As set forth in ¶14, above, the Global Opportunity Fund was expected to have positive returns, even when the market for equities was in a decline. The historical track record of returns for the Fund's three investment managers had been positive, with historical annualized returns ranging from 17.5% (Bridgewater) to 38.8% (GSAM). However, from inception through December 31, 2009 (i.e., during the Fund's first three years as an investment option in the Plan), the Global Opportunity Fund significantly underperformed expectations, with a 3-year annualized return of negative 4.2%. In fact, over the 10-year period from inception through December 2016, the Global Opportunity Fund's annualized return was just 1.4%. Thus, the Fund did not generate positive returns in down markets and did not perform according to the expectations of Verizon's EBC.

C. Performance Relative to HFRI Benchmark

28. Internal Verizon documents, including the Defined Contribution Executive Committee Meeting materials, identify a peer benchmark against which the performance of the Global Opportunity Fund was measured, known as the HFRI Fund Weighted Composite Index (hereafter the “HFRI benchmark”).³⁸ The HFRI benchmark, compiled by Hedge Fund Research, Inc., is described as follows:

The HFRI Fund Weighted Composite Index is a global, equal-weighted index of over 1,400 single-manager funds that report to HFR Database. Constituent funds report monthly net of all fees performance in US Dollar and have a minimum of \$50 Million under management or a twelve (12) month track record of active performance. The HFRI Fund Weighted Composite Index does not include Funds of Hedge Funds.³⁹

29. I have performed an analysis comparing the annual returns to the Global Opportunity Fund against those of the HFRI benchmark. During the period from inception through December 31, 2009, the Global Opportunity Fund underperformed the HFRI benchmark by approximately 22.7%. For the 10-year period from inception through December 31, 2016, the Fund underperformed the HFRI benchmark by more than 23.0%, as shown in Table 4, below.

³⁸ See, e.g., VERIZON0241231; and Riak Depo Transcript at 27:8-14.

³⁹ <https://www.hedgefundresearch.com/hfri-indices-index-descriptions>.

TABLE 4 Investment Performance Relative to Peer Benchmark Annual Percentage Returns				
	Gl. Opp.	HFRI	VFB	Cumulative VFB
2007	-8.49	10.01	-18.50	-18.50
2008	-10.32	-18.88	8.56	-9.94
2009	7.20	19.95	-12.75	-22.69
2010	13.88	10.16	3.72	-18.97
2011	7.80	-5.17	12.97	-5.99
2012	-0.22	6.37	-6.59	-12.59
2013	1.67	8.99	-7.32	-19.90
2014	2.65	3.10	-0.45	-20.35
2015	0.59	-0.99	1.58	-18.77
2016	1.16	5.45	-4.29	-23.06

Thus, the Global Opportunity Fund did not track the performance of the HFRI benchmark during the relevant time period, and significantly underperformed the HFRI benchmark.

VII. The Global Opportunity Fund Performed Poorly on a Risk-Adjusted Basis

30. There are a number of ways to measure investment risk, including for example, the standard deviation of investment returns, or returns volatility.⁴⁰ Volatility measures the dispersion of returns from an investment's mean or average return. In addition to volatility, there are reward-to-risk measures that allow the comparison of risk and return across portfolios with different investment objectives. For example, the returns to a portfolio of U.S. Treasury securities would be expected to have relatively lower returns and lower volatility when compared to a portfolio of U.S. large company stocks. A method of comparing two portfolios based on the

⁴⁰ See, e.g., Reilly and Brown, pps. 15-17.

unit of reward an investor is likely to realize relative to the unit of risk he assumes is known as the Sharpe Ratio.⁴¹ The Sharpe Ratio is calculated as follows:

$$\text{Sharpe Ratio} = \frac{(\text{Return on portfolio} - \text{Risk-free return})}{\text{Standard deviation of portfolio returns}}$$

31. Another measure of reward-to-risk is known as the Information Ratio.⁴² The Information Ratio is calculated as follows:

$$\text{Information Ratio} = \frac{(\text{Return on portfolio} - \text{Benchmark return})}{\text{Standard deviation of difference between portfolio returns and benchmark returns}}$$

32. In both cases, the higher the ratio, the more reward an investor is likely to receive relative to the risk he assumes. Each of these ratios were calculated by VIMCO to track the performance of the portfolios included as investment options in the Plan, including the Global Opportunity Fund, as set forth in the monthly STAR reports.

33. I have performed an analysis comparing the risk-adjusted performance of the Global Opportunity Fund to the other investment options in the Plan, using the Sharpe Ratios and Information Ratios from the STAR reports. I reviewed the STAR report dated March 31, 2010 and observe that the Sharpe Ratio and the Information Ratio for the Global Opportunity Fund was negative 0.69 and negative 1.86, respectively, indicating that the Fund's return was below that of a risk-free asset, in the case of the Sharpe Ratio; and the Fund was not generating any

⁴¹ This ratio was first modeled by Nobel Prize-winning economist William Sharpe. *See, e.g.*, Reilly and Brown, pps. 1047-1049.

⁴² *See* footnote 14, above.

excess return relative to its benchmark, per the Information Ratio.⁴³ As of this date, the Sharpe Ratio for the Fund was the second lowest for any of the other Plan investments; and the Information Ratio was the lowest of any of the other investments included in the Plan.

34. As set forth in ¶14, above, the historical Information Ratios for the three investment managers initially selected to manage the Global Opportunity Fund ranged from 0.86 (Bridgewater) to 1.44 (Mellon). These Information Ratios were significantly higher than those eventually realized for the Fund. The Sharpe Ratios and Information Ratios for all other portfolio investments tracked by VIMCO in the STAR reports averaged 0.49 and 0.38, respectively, as of March 31, 2010, outranking the Global Opportunity Fund based on risk-adjusted performance.⁴⁴

35. Another measure of risk-adjusted performance that was tracked by VIMCO in the monthly STAR reports was known as the “Cumulative Sum Information Ratio Alarm” or “CUSUM Alarm”. Defendants define the CUSUM Alarm as tracking “changes in manager or fund performance relative to a designated benchmark, as calculated by the information ratio, over time. The CUSUM Alarm calculation indicates monthly variances of a fund or manager relative to a threshold related to a predetermined benchmark. an indicator of the monthly variances of a fund or investment manager relative to its predetermined benchmark.”⁴⁵ As the term implies, CUSUM “Alarms” were undesirable, indicating a fund or investment manager had a higher probability of underperforming the predetermined benchmark based on past performance.

⁴³ VERIZON0033416.

⁴⁴ Id.

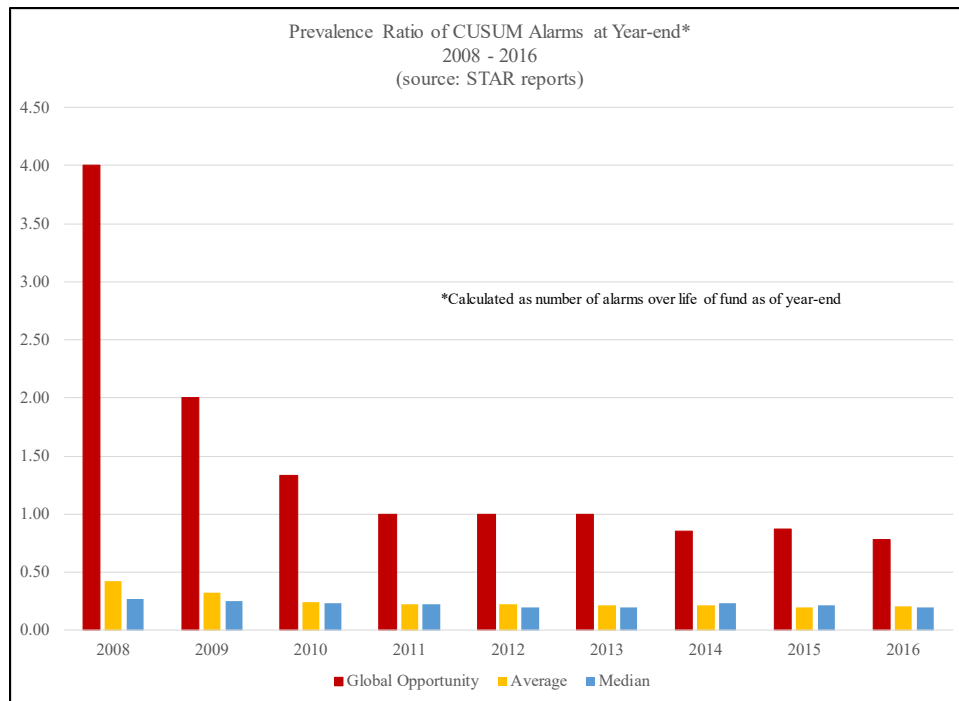
⁴⁵ Stipulations of Fact.

36. I have performed an analysis of the prevalence of CUSUM Alarms for the different investment options and portfolios that were part of the Plan during the relevant time period using the last STAR report for each year from 2008 through 2016.⁴⁶ In particular, I wanted to determine whether the Global Opportunity Fund had a higher prevalence of CUSUM Alarms than the other Plan investments. I calculated a prevalence ratio for each of the Plan investments tracked in the STAR reports by dividing the number of CUSUM Alarms by the number of years the investment was included in the Plan. These data were obtained directly from the STAR reports.⁴⁷

37. By year-end 2008, the Global Opportunity Fund had registered four CUSUM Alarms. The STAR report dated December 31, 2008 showed the Fund in existence (or tracked) for only one year. The prevalence ratio was calculated as: $4/1 = 4$. The next highest CUSUM Alarm prevalence ratio at that time was registered by the Emerging Markets Equity Fund with a prevalence ratio of one (1 alarm in 1 year). Several other investments also had prevalence ratios equal to one. On average, at year end 2008, the remaining 69 investments excluding the Global Opportunity Fund had a prevalence ratio of 0.38, or less than one CUSUM Alarm every two years. The chart below summarizes the prevalence ratios at years' end 2008 – 2016 for the Global Opportunity Fund and all other Plan investments according to the STAR reports.

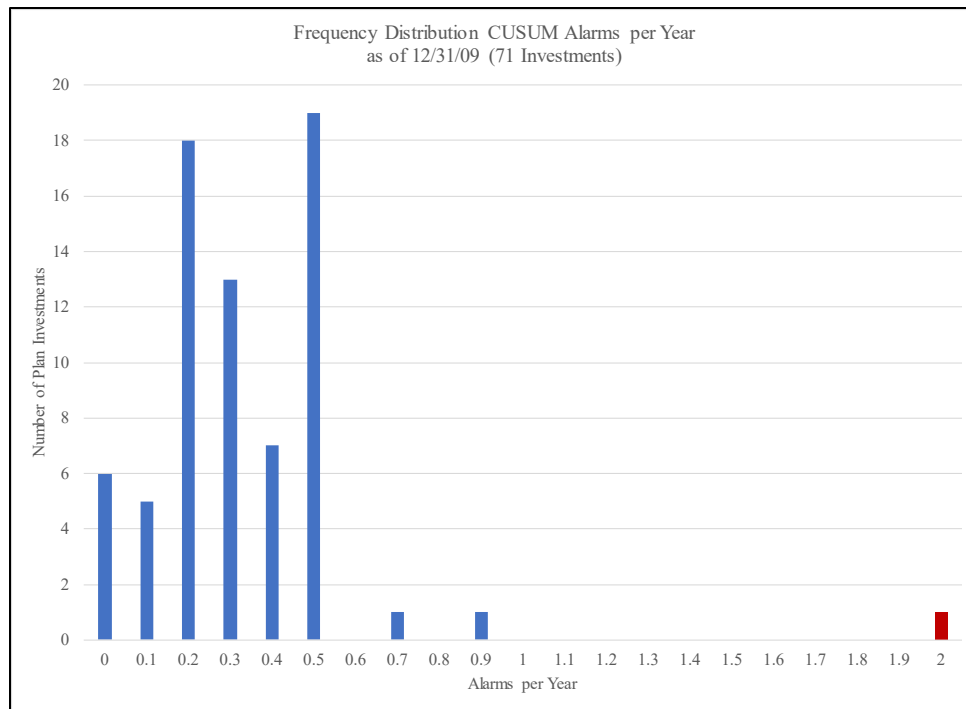
⁴⁶ 2008 was the first year that CUSUM Alarm prevalence can be calculated for the Global Opportunity Fund because the year-end 2007 STAR report shows the Fund in existence for zero years.

⁴⁷ A comprehensive listing of STAR reports with BATES identifiers is attached in Exhibit No. 1.



38. As shown above, the Global Opportunity Fund had the highest prevalence of CUSUM Alarms, by far, relative to other Plan investments during the period 2008 through 2016.

39. As previously discussed, Plaintiff alleges that as of April 1, 2010, the Global Opportunity Fund should have been discontinued as an investment option. The STAR report data show that as of year-end 2009, the prevalence of two CUSUM Alarms in as many years was highly unusual, compared to the prevalence of CUSUM Alarms observed across the other 70 investments tracked by VIMCO at the time, as shown in the chart below.



In the above chart, the blue bars represent all of the other Plan investments, and the red bar represents the Global Opportunity Fund. As shown, all of the other Plan investments had fewer than one CUSUM Alarm per year, with the greatest number of investments having less than one CUSUM Alarm every two years (19 investments); and the second greatest number of investments having less than one CUSUM Alarm every five years (18 investments). Based on this risk-adjusted performance metric, tracked by VIMCO in the monthly STAR reports, the Global Opportunity Fund performed poorly relative to all the other Plan investments.

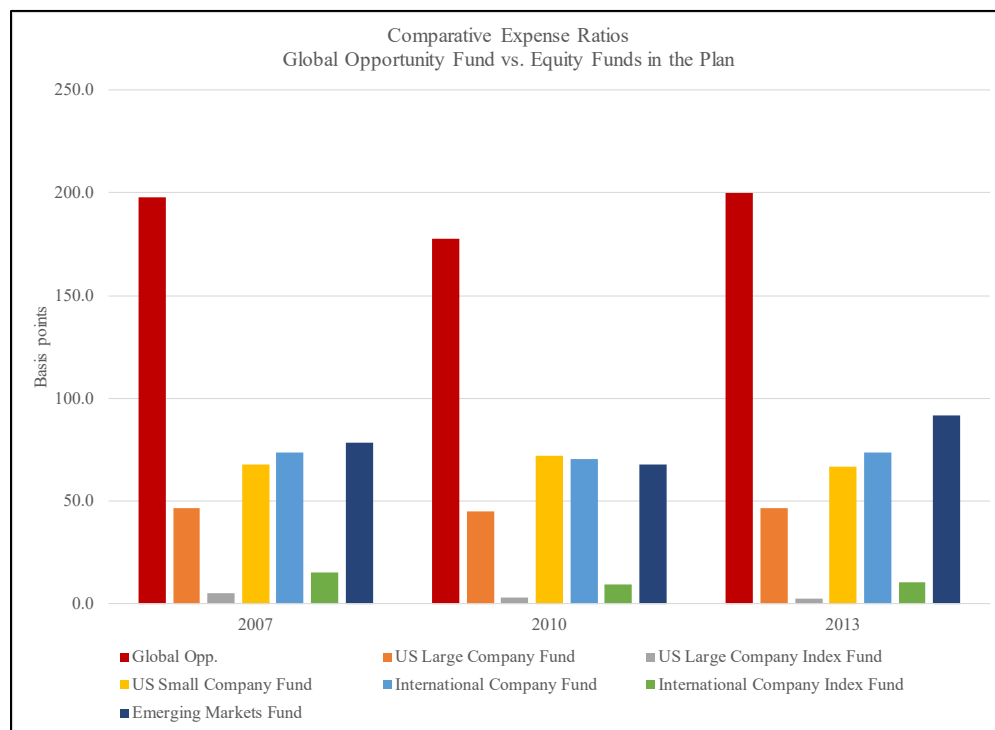
VIII. The Global Opportunity Fund Had the Highest Fees of Any Plan Investment Option

40. Each of the investment options offered to Plan participants carried certain fees borne by the Plan participants including, where applicable, “fees for investment management, unitization, custody,” and other administrative fees.⁴⁸ The Global Opportunity Fund carried the

⁴⁸ VERIZON0001982.

highest fees of any other Plan investment option, as demonstrated in the table attached as Exhibit No. 5. As of January 1, 2009, the annual fees for the Global Opportunity Fund were expected to amount to 177.5 basis points, or \$17.75 per \$1000 invested. In comparison, the expected annual fee for the U.S. Large Company Stock Fund and the Global Bond Fund were 44.7 basis points (\$4.47 per \$1000 invested) and 29.5 basis points (\$2.95 per \$1000 invested), respectively.⁴⁹ Excluding the Global Opportunity Fund, the annual fees for all of the other Plan investments averaged 55.4 basis points (\$5.54 per \$1000 invested), or less than one-third the amount charged in fees for the Global Opportunity Fund.

41. The Global Opportunity Fund's fees also far exceeded those of the equity investment funds in the Plan, as shown in the chart below.



⁴⁹ VERIZON0001983.

IX. Class-Wide Damages Are Subject to A Common Methodology

42. Plaintiff alleges that the Verizon trustees failed to properly monitor the performance of the Global Opportunity Fund and failed to remove it as an investment option despite persistent underperformance. As a result, Plaintiff contends that the Plan, and Plan participants, suffered measurable monetary losses as a result of the breaches of fiduciary duty owed by the Verizon trustees.

43. Plaintiff further contends that if the Global Opportunity Fund had not been an investment option in the Plan, those assets would have been invested in the Equity investment options in the Plan. Several witnesses in this litigation testified that but for the decision to include the Global Opportunity Fund as a Plan investment, those assets would have been invested in equity funds.⁵⁰ Therefore, beginning at least as early as April 1, 2010, Plaintiff seeks to recover the differential between the amount of investment return earned on the Global Opportunity Fund and the amount that could have been earned if the funds were invested in Equity investments in the Plan.

44. Damages in this case could be calculated using the following multi-step methodology:⁵¹

- a. Identify the returns representative of Equity investments available to the Plan during the Class Period.
- b. Invest the dollar value of the Global Opportunity Fund as of the beginning of the Class Period in the Equity investments.

⁵⁰ See, e.g., Riak Depo Transcript at 135:18-138:18; Lillis Depo Transcript at 34:9-36:7; Mercer Depo Transcript at 252:6 – 253:2.

⁵¹ I am not offering any legal opinion on the appropriate method of damages in this case, however, it is my understanding that the damages methodology I have outlined is consistent with the *Donovan v. Bierwirth* decision.

- c. Conduct purchases and sales in the Equity investments during the relevant period equal to the dollar values of same conducted in the Global Opportunity Fund.
- d. Calculate the difference in the end-of-Class Period value of the Equity investments as compared to the value of the Plan investments in the Global Opportunity Fund.
- e. Construct a value differential “ribbon” to apply to the Plan’s Global Opportunity Fund transactions during the Class Period.

45. This methodology offers a reasonable remedy to the alleged breaches of fiduciary duty, as it restores class members to the economic position they otherwise would have been in “but for” the breaches. In my opinion, this framework offers a single common damages formula that is consistent with Plaintiff’s theory of liability.

X. Estimating Class-Wide Damages

46. Damages sustained by the Plan can be calculated using the historical monthly returns data for the Global Opportunity Fund, the dollar value of investment in the Fund during the relevant time period, the dollar value of investment in the Plan’s Equity funds; and the monthly returns to an Equity investment benchmark (“Equity Benchmark”) consisting of the asset-weighted Equity fund options in the Plan.⁵² In developing the Equity Benchmark, I identified the different Equity funds available to Plan participants during the Class Period, as set forth in the monthly VIPER reports.⁵³

47. During the Class Period, there were between 12 and 14 different Equity fund options tracked in the VIPER reports. For each of those options, on a monthly basis, I captured

⁵² VIPER reports, monthly from January 2007 to December 2017 (VERIZON0016267-43870).

⁵³ The monthly VIPER reports include a tab “Overview ST-Net” which I used to identify the Equity Asset Classes, Market Values (000’s), and monthly returns, net of fees.

the market value of Plan investments and monthly returns.⁵⁴ I constructed a weighted benchmark of monthly returns by multiplying each fund's monthly return by its respective weight or value as a percent of the total amount invested in the Equity funds. This benchmark represents the asset-weighted average monthly return on the Plan's Equity investment options.

48. The differential between the investment return to the Equity Benchmark as compared to the Global Opportunity Fund is a proxy for the damages incurred in a "but-for" scenario, assuming that investments in the Fund were discontinued and reinvested in the Equity Benchmark beginning April 1, 2010.

49. Having developed the Equity Benchmark, it was necessary to derive the monthly dollar amount of investment in the Global Opportunity Fund. I adjusted the month-end balances as they appear in the VIPER reports to remove the effect of the actual investment returns. This provided me with a measure of the changes in the dollar investment balance in the Fund as a result of purchases and redemptions, rather than changes due to investment performance. I then calculated the average dollar balance each month by dividing the dollar balance at the prior month-end and the dollar balance at the current month-end by two.

50. I multiplied the average monthly dollar investment balance by the monthly return to both the Global Opportunity Fund and the Equity Benchmark and computed the difference in the month-end values. Attached as Exhibit No. 7 are the monthly returns to the Fund and the Equity Benchmark. I repeated these calculations for each month during the period from April 30, 2010 through January 31, 2017. The total differential in the ending dollar investment balance as of January 31, 2017 between investments in the Global Opportunity Fund and the Equity

⁵⁴ The monthly returns and market values for each of the Plan's Equity funds during the Class Period are set forth in Exhibit No. 6 to this declaration.

Benchmark is approximately \$163.6 million. A summary of these calculations is set forth in Exhibit No. 8.

51. I also prepared a calculation of the estimated damages to the Plan assuming that the differential in investment performance between the Global Opportunity Fund and the Equity Benchmark was reinvested from the time that it was incurred through January 31, 2017. I applied the returns to the Equity Benchmark to calculate the reinvested return. This resulted in an additional measure of damages in the amount of approximately \$221.5 million. Including reinvestment, I estimate total damages to the Plan in the amount of approximately \$385.1 million. A summary of these calculations is set forth in Exhibit No. 9.⁵⁵


52. If the trier of fact in this litigation finds that a different alternative investment option is more appropriate, the damages model can be modified accordingly. Similarly, the damages model can be revised to accommodate a different finding with regard to the date that the Global Opportunity Fund should have been removed as a Plan investment option.

53. I respectfully reserve the right to revise my calculations and opinions set forth herein if provided with additional information or data that might cause me to refine my analysis and conclusions.

⁵⁵ In April of 2014, Verizon merged the assets of the Verizon Wireless Savings and Retirement Plan (the “Wireless Plan”) into the Plan. The Wireless Plan was another defined contribution retirement plan sponsored by Verizon, for which VIMCO served as the investment advisor and investment manager. Prior to the merger, the Wireless Plan also offered the same Global Opportunity Fund and Target Date Funds to its participants. The damage estimates provided are based on the total assets of the Global Opportunity Fund – including from direct investment and TDFs in both the Plan and the Wireless Plan. However, I have also prepared an analysis of the damages excluding the assets held in the Wireless Plan prior to the merger in April 2014. The damages excluding the Wireless Plan are estimated at approximately \$101.7 million, and including reinvestment are estimated at approximately \$229.6 million.

Pursuant to 28 U.S.C. §1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed this 28th day of June, 2019.



Cynthia L. Jones, CFA

EXHIBIT NO. 1

Documents Reviewed/Relied Upon

Legal

Class Action Complaint, filed February 11, 2016

Order, filed September 28, 2017

Deposition and Exhibits of Martha J. Delehanty, February 20, 2019

Deposition and Exhibits of David Beik, January 29, 2019

Deposition and Exhibits of Marc C. Reed, February 27, 2019

Deposition and Exhibits of Andrew H. Nebens, February 25, 2019

Deposition and Exhibits of Stephen Blundin, January 17, 2019

Deposition and Exhibits of Jonathan Hayes, March 19, 2019

30(b)(6) Deposition and Exhibits of Gerard Lillis, Testifying on Behalf of Russell Investments, March 20, 2019

Deposition and Exhibits of Chris Mercer, January 16, 2019

Deposition and Exhibits of Michael Riak, March 5, 2019

Stipulations of Fact

Donovan v. Bierwirth, 754 F.2d 1049 (2d Cir.1985)

Production Documents

STAR Reports, monthly from January 2007 to December 2017 (129 Excel Files, Bates VERIZON0033304-3432)

VIPER Reports, monthly from January 2007 to December 2017 (150 Excel Files, Bates VERIZON0016267-43870)

Verizon Information, All Plans (90274, 90275, 90276, 90277, 74448), monthly from January 2009 to March 2014 (51 Excel Files, Bates VERIZON00060802-247650)

Your Investment Options in the Verizon Savings Plan for Management Employees As of January 1, 2007 (VERIZON0022321-22364)

Your Investment Options in the Verizon Savings Plan for Management Employees As of January 1, 2009 (VERIZON0001952-1987)

Your Investment Options in the Verizon Savings Plan As of February 1, 2010 (VERIZON0002033-2069)

Your Investment Options in the Verizon Savings Plan As of April 1, 2010 (VERIZON0001739-1775)

Your Investment Options in the Verizon Savings Plan As of April 1, 2011 (VERIZON0002110-2146)

Your Investment Options in the Verizon Savings Plan As of November 1, 2011 (VERIZON0001487-1526)

Your Investment Options in the Verizon Savings Plan As of November 1, 2011 (VERIZON0002070-2109)

Your Investment Options in the Verizon Savings Plan As of December 28, 2012 (VERIZON0002189-2234)

Your Investment Options in the Verizon Savings Plan As of February 1, 2013 (VERIZON0002235-2280)

Your Investment Options in the Verizon Savings Plan As of August 8, 2013 (VERIZON0001812-1857)

Your Investment Options in the Verizon Savings Plan As of February 1, 2015 (VERIZON0000495-540)

Verizon Savings Plan for Management Employees, Investment Options Guide As of January 1, 2016 (VERIZON0000671-720)

Verizon Savings Plan for Management Employees, Investment Options Guide As of February 1, 2016 (VERIZON0001858-1907)

Verizon Savings Plan for Management Employees, Investment Options Guide As of February 1, 2017 (VERIZON0002147-2188)

Verizon Savings Plan for Management Employees, Important Plan and Investment-Related Information, December 31, 2011 (VERIZON0001455-1462)

Verizon Savings Plan for Management Employees, Important Plan and Investment-Related Information, July 2013 (VERIZON0001479-1486)

Verizon Savings Plan for Management Employees, Important Plan and Investment-Related Information, August 2014 (VERIZON0001463-1470)

Verizon Savings Plan for Management Employees, Important Plan and Investment-Related Information, August 2015 (VERIZON0000346-353)

Verizon Savings Plan for Management Employees, Important Plan and Investment-Related Information, August 2016 (VERIZON0001425-1432)

Verizon Savings Plan for Management Employees, Important Plan and Investment-Related Information, August 2017 (VERIZON0001471-1478)

Verizon Savings Plan for Management Employees, Offering Statement, December 19, 2011 (VERIZON0000541-600)

Verizon Savings Plan for Management Employees, Supplement to Offering Statement, March 14, 2014 (VERIZON0000601-625)

Comparison of Russell and Version Target Date Funds (VERIZON0043115-43116)

Redefinition of Glide Path: Growth & Capital Preservation Assets (VERIZON0062649-62653)

Verizon Target Date Funds: Benefits of Diversification, May 1, 2012 (VERIZON0147277-147311)

Russell Research/Opinion, Mellon Capital Management Corporation, July 2, 2011 (VERIZON0063993-63996)

Russell Research/Opinion, Goldman Sachs Asset Management, L.P., April 14, 2009 (VERIZON0063997-64000)

Investment Review Session, Verizon Investment Management Corporation, September 10, 2009 (VERIZON0064001-64104)

Target Date Fund Allocation Changes, Verizon Investment Management Corporation, August 3, 2010 (VERIZON0062602-62637)

Email Re: Executive Committee Materials, April 30, 2014 (VERIZON0087957-87961)

Email Re: Verizon Target Date Comparison, October 26, 2012 (VERIZON0098258-98271)

Email Re: Updated Glide Path Estimates, March 15, 2012 (VERIZON0103610-103611)

Email Re: Benchmarks Assumed for Modeling, October 10, 2011 (VERIZON0127351-127352)

Email Re: 12% Hurdle Rate, March 23, 2012 (VERIZON0135751-135754)

Email Re: benchmarks, April 20, 2012 (VERIZON0191158-191160)

Email Re: New Glidepath, November 6, 2013 (VERIZON0246651-246653)

Email Re: Verizon Savings Plan Fund Structure and Manager Changes, July 27, 2012 (VERIZON0144100-144103)

Email Re: Verizon Savings Plan Fund Structure and Fund Manager Changes, March 24, 2011 (VERIZON0006744)

Meeting Binder dated December 7, 2006 (VERIZON0015557-15642)

Asset Allocation Discussion, January 31, 2011 (VERIZON0128650-128682)

Global Opportunity Fund, March 31, 2012 (VERIZON0134161-134162)

Academic Research and Articles

Reilly, Frank K. and Brown, Keith C., Investment Analysis and Portfolio Management, (8th, 2006)

Historical Market and Pricing Data

HFRI Fund Weighted Composite Index definition obtained from

<https://www.hedgefundresearch.com/hfri-indices-index-descriptions>

HFRI Fund Weighted Composite Index Total Returns obtained from

<https://www.hedgefundresearch.com/indices/hfri-fund-weighted-composite-index>

EXHIBIT NO. 2



Cynthia L. Jones, CFA

Vice President

Monument Economics Group

Office: (212) 835-1603 Mobile: (609) 290-9114

Email: cjones@megconsulting.com

Professional Summary

Cynthia Jones is an expert in securities, capital markets, and commercial litigation matters including valuation and economic damages. She provides expert analyses and opinions in areas including actions brought pursuant to Federal and State securities laws; ERISA litigation; complex business and consumer litigation; shareholder oppression; commercial damages; and mergers and acquisition litigation. Cynthia prepares valuations of public and private companies, partnerships and assets in a variety of industries for litigation and transactional purposes. She has been qualified in Federal district court to provide opinions concerning class certification matters, including market efficiency, and has structured financial settlements and developed equitable plans of allocation in conjunction with class action settlements and SEC disgorgement proceedings. She is frequently called upon to quantify stakeholder damages in financial disputes and to assist in matters related to class certification.

Education

Rutgers University Graduate School of Management, New Brunswick, New Jersey
Master of Business Administration (Finance)

North Carolina State University, Raleigh, North Carolina
B.A. Economics and Business Management

Chartered Financial Analyst® Designation

Relevant Experience

Management Planning, Inc., Princeton, New Jersey 2015 - 2017

Vice-President

Project leader for litigation services practice group. Provided valuations and testimony in connection with commercial and securities litigation matters, shareholder disputes, and other litigation matters. Prepared valuations of privately-held companies in a variety of industries for corporate planning and tax-related purposes.

Financial Markets Analysis, LLC, Princeton, New Jersey 2001 – 2015

Senior Consultant

Provided broad range of capital markets consulting, valuation and research including economic and financial valuations and damages for litigation consulting firm. Served as consulting and testifying expert in numerous securities litigations involving equity and debt securities, REITs, mutual funds, and derivative securities.

Trilogy Capital Management, LLC, Princeton, New Jersey 1998 - 2001

Director Marketing and Client Services

Responsible for all aspects of performance attribution and reporting for investment manager and hedge fund. Provided quantitative analyses and assisted portfolio manager with development of new investment products. Established and facilitated compliance procedures for all areas of the firm in accordance with regulatory mandates.

Princeton Venture Research, Princeton, New Jersey 1989 - 1998

Project manager responsible for providing financial valuations of securities, as well as public and private companies, for investment banking purposes and financial dispute resolution. Primary analyst for longest-running Delaware appraisal case, *CEDE & Co. v. Technicolor, Inc.*

Prudential Securities, Inc., Princeton, New Jersey 1988 - 1989

Assistant to Sr. Vice-President

Assisted investment manager in implementing equity, fixed income, and commodity transactions. Attained FINRA/NFA Series 3 license (National Commodity Futures).

Merrill Lynch, Somerset, New Jersey 1987 - 1988

Client Service Representative

Handled inquiries and transactions for investment account which serviced ESOPs of major U.S. corporations. Attained FINRA Series 7 license (General Securities Representative).

Professional Affiliations and Activities

CFA Institute – Member
CFA Society of New York – Member
CFA Society of Philadelphia – Member
National Association of Forensic Economists – Member
FINRA Dispute Resolution Arbitrator

EXHIBIT NO. 3

Cynthia L. Jones, CFA
Prior Reports and Testimony Last Four Years

Daniel Locking against Ronald McCowan, Allen w. Weinberg, et. al, (Partners REIT)

Court File No. CV-14-517117 00CP

Ontario Superior Court of Justice, Under Class Proceedings Act, 1992

- March 3, 2015: Affidavit on Damages

Amy Golub Hayes against Greenberg & Reicher, LLP, Edward C. Greenberg, and Robert J. Reicher

Index No.: 101437/2010

Supreme Court of the State of New York, County of New York

- October 23, 2015: Expert Disclosure on Valuation

Scanlon v. J.P. Morgan Securities LLC

FINRA NO. 15-00120

- January 27, 2016: Expert Report on Damages

Alan D. Furman v. Cape Bancorp et al.

United States District Court for the District of New Jersey

- March 28, 2016: Declaration in Support of Plaintiff's Motion for Injunctive Relief

Bell & Company, P.C. vs. Marc D. Rosen, et al.

Supreme Court of the State of New York, County of New York

- July 11, 2016 - Rebuttal Report on Damages

Joseph Rahmani et al. vs. Venture Capital Properties LLC et al.

New York County Supreme Court

- September 2016 – Expert Report on Valuation and Damages

In re: Quality Distribution, Inc. Shareholder Litigation

No. 2:14-cv-02066-CBM-E

Circuit Court for Hillsborough County, Florida

- April 17, 2017 - July 11, 2016 – Affidavit in Rebuttal of Objection to Class Certification

Platinum Partners Value Arbitrage Fund, LP and Platinum Partners Liquid Opportunity Fund, LP, vs. The Chicago Board Options Exchange; and The Options Clearing Corporation

No. 10-CH-54472

Circuit Court of Cook County Chancery Division

- October 17, 2017 – Expert Report on Damages
- June 21, 2019 – Expert Report on Damages

Cynthia L. Jones, CFA
Prior Reports and Testimony (continued)

The Trustees of the Drywall Acoustic Lathing and Insulation Local 675 Pension Fund and Royce Lee, vs. Barrick Gold Corporation, Aaron W. Regent, Jamie C. Sokalsky, Ammar al-Joundi and Peter Kinver

No. CV-14-502316-00CP

Ontario Superior Court of Justice

- October 31, 2017 – Expert Affidavit on Shareholder Damages
- October 31, 2018 – Reply Affidavit
- April 10, 2019 - Deposition

Michael J. Angley, Individually and on Behalf of All Others Similarly Situated, v. UTi Worldwide, Inc., et al.

No. 2:14-cv-02066-CBM-E

United States District Court Central District of California, Western Division

- January 2, 2018 - Declaration and Expert Report (Class Certification)
- January 31, 2018 – Deposition
- March 9, 2018 – Rebuttal Report

In re Valeant Pharmaceuticals International, Inc. Securities Litigation

No. 3:15-cv-07658-MAS-LHG

United States District Court District of New Jersey

- September 21, 2018 – Expert Report in Support of Class Certification (Senior Notes)

In re JPMorgan Chase 401(k) Savings Plan ERISA Litigation

No. 1:17-cv-00563-JMF

United States District Court Southern District of New York

- October 1, 2018 – Declaration (in Support of Class Certification)
- June 21, 2019 – Expert Report on Damages

Steven B. Brincefield, et. al v. Lance T. Studdard, et. al ESOP Litigation

No. 3:17-cv-00718

United States District Court for the Eastern District of Virginia, Richmond Division

- January 7, 2019 – Expert Report
- February 5, 2019 – Reply Report
- March 4, 2019 – Deposition

Steven Amerio and Andrew Goldberg v. Gregory w. Gray, Jr., et. al (Archipel Capital)

No. 5:15 CV-00538 (DNH/TWD)

United States District Court Northern District of New York

- May 21, 2019 – Expert Report

EXHIBIT NO. 4

Dollar Value of Participants' Investment in Global Opportunity Fund (\$ thousands)

	12/31/2007	12/31/2008	12/31/2009	12/31/2010	12/31/2011	12/31/2012	12/31/2013	12/31/2014	12/31/2015	12/31/2016
Global Opportunity Fund	10,374	14,417	22,087	33,784	46,802	47,220	46,145	48,656	52,333	49,138
Retirement Income Fd	8,594	9,103	12,820	13,600	14,402	16,926	15,933	15,860	40,313	41,383
TDF 2010	1,813	2,433								
TDF 2015	25,741	35,743	39,384	40,629	39,385	40,112	35,560	31,604		
TDF 2020	4,656	6,075	11,987	16,604	18,093	20,036	21,730	16,720	15,963	14,211
TDF 2025	43,003	61,196	73,312	78,918	76,985	76,545	78,890	41,658	38,734	26,489
TDF 2030	5,176	7,314	19,927	26,299	28,986	32,518	39,282	14,126	14,243	9,563
TDF 2035	4,043	6,233	17,091	24,771	28,909	35,751	49,040	9,803	10,417	
TDF 2040	31,160	21,515	35,769	43,065	45,037	50,775	62,441	10,714	10,950	
TDF 2045	1,231	3,071	9,888	14,840	17,909	21,946	28,344	4,972	5,308	
TDF 2050	1,880	3,278	9,821	14,511	17,674	21,512	27,413	4,673	4,940	
TDF 2055				1,084	3,054	5,106	9,268	2,063	2,475	
TDF 2060									119	
Total	137,670	170,378	252,088	308,106	337,237	368,448	414,045	200,848	195,795	140,784

EXHIBIT NO. 5**Investment Option Fee Schedule***

Fund Name	Estimated Costs	Annual Cost per \$1000 Invested
<i>Target Date Funds</i>		
Retirement Income & Investment fund	66.7 basis point (0.667%)	\$6.67
Verizon 2010 Fund	67.5 basis points (0.675%)	\$6.75
Verizon 2015 Fund	69.0 basis points (0.690%)	\$6.90
Verizon 2020 Fund	70.4 basis points (0.704%)	\$7.04
Verizon 2025 Fund	73.9 basis points (0.739%)	\$7.39
Verizon 2030 Fund	76.0 basis points (0.760%)	\$7.60
Verizon 2035 Fund	76.0 basis points (0.760%)	\$7.60
Verizon 2040 Fund	76.0 basis points (0.760%)	\$7.60
Verizon 2045 Fund	76.0 basis points (0.760%)	\$7.60
Verizon 2050 Fund	76.4 basis points (0.764%)	\$7.64
<i>Asset Class Investment Options</i>		
Money Market Portfolio	13.6 basis points (0.136%)	\$1.36
Conservative Fixed Income Fund	9.80 basis points (0.098%)	\$0.98
PIMCO Real Return Bond Fund Class I	45.0 basis points (0.450%)	\$4.50
Global Bond Fund	29.5 basis points (0.295%)	\$2.95
Pyramis REIT Commingled Pool	37.1 basis points (0.371%)	\$3.71
Private Global Real Estate Fund	139.1 basis points (1.391%)	\$13.91
U.S. Large Company Fund	44.7 basis points (0.447%)	\$4.47
U.S. Large Company Index Fund	2.6 basis points (0.026%)	\$0.26
U.S. Small Company Fund	65.9 basis points (0.659%)	\$6.59
International Company Fund	70.9 basis points (0.709%)	\$7.09
International Company Index Fund	9.6 basis points (0.096%)	\$0.96
Emerging Markets Fund	77.3 basis points (0.773%)	\$7.73
Global Opportunity Fund	177.5 basis points (1.775%)	\$17.75
Verizon Company Stock Fund	2.1 basis points (0.021%)	\$0.21

Estimated annual fees for 1/1/ - 12/31/2009. VERIZON0001983

EXHIBIT NO. 6

Equity Funds Market Values and Returns

Market Value	4/30/2010	5/31/2010	6/30/2010	7/31/2010	8/31/2010	9/30/2010	10/31/2010	11/30/2010
Active International Equity (VZN, VZMA, & VZW)	\$116,240	\$102,456	\$100,395	\$105,178	\$97,781	\$107,559	\$110,704	\$105,974
Active US Equity (VZN, VZMA, & VZW)	\$141,403	\$129,913	\$119,944	\$123,630	\$112,470	\$123,650	\$129,446	\$130,742
Active US Small Cap Equity (VZN, VZMA, & VZW)	\$215,319	\$199,867	\$185,455	\$189,223	\$175,394	\$192,162	\$200,898	\$208,718
Emerging Markets (VZC & VZB)	\$290,505	\$252,777	\$254,172	\$268,552	\$264,769	\$299,331	\$317,769	\$316,467
International Company (VZC & VZB)	\$883,347	\$778,071	\$766,875	\$812,704	\$780,372	\$852,639	\$884,565	\$846,404
International Equity	\$184,754	\$161,116	\$154,597	\$150,696	\$141,583	\$155,082	\$159,849	\$154,156
Passive International Eq Developed	\$288,782	\$249,447	\$245,453	\$263,230	\$247,586	\$270,916	\$280,465	\$258,916
Passive US Equity Index	\$1,826,062	\$1,668,090	\$1,567,730	\$1,645,677	\$1,548,746	\$1,675,614	\$1,777,934	\$1,765,843
US Equity LCG (Fidelity Magellan)	\$172,720	\$156,229	\$144,473	\$130,939	\$121,354	\$133,436	\$136,609	\$137,644
US Equity LCG (TCW Select Equities)	\$44,617	\$40,402	\$37,945	\$35,483	\$33,830	\$37,660	\$39,426	\$40,586
US Equity LCV (Fidelity Dividend Growth)	\$127,661	\$115,210	\$105,947	\$100,972	\$92,645	\$102,207	\$106,339	\$107,362
US Equity LCV (Clipper)	\$109,707	\$100,995	\$96,635	\$93,692	\$88,054	\$95,303	\$95,905	\$96,942
US Large Company (VZC & VZB)	\$1,797,439	\$1,649,009	\$1,536,147	\$1,610,832	\$1,522,485	\$1,668,348	\$1,764,921	\$1,779,747
US Small Cap (VZC & VZB)	\$708,674	\$654,938	\$613,434	\$639,475	\$603,531	\$675,371	\$715,300	\$745,729
	\$6,907,230	\$6,258,522	\$5,929,202	\$6,170,283	\$5,830,600	\$6,389,277	\$6,720,129	\$6,695,232
Returns	4/30/2010	5/31/2010	6/30/2010	7/31/2010	8/31/2010	9/30/2010	10/31/2010	11/30/2010
Active International Equity (VZN, VZMA, & VZW)	-0.38	-10.55	-0.65	8.53	-3.08	10.25	3.43	-3.8
Active US Equity (VZN, VZMA, & VZW)	2.34	-7.66	-6.38	7.5	-4.87	10.27	4.98	1.14
Active US Small Cap Equity (VZN, VZMA, & VZW)	4.31	-7.23	-6.47	6.56	-4.99	12.48	4.61	3.8
Emerging Markets (VZC & VZB)	1.44	-9.8	0.75	8.45	-1.61	10.51	3.28	-2.48
International Company (VZC & VZB)	-0.37	-10.54	-0.67	8.51	-3.08	10.24	3.42	-3.8
International Equity	-1.46	-10.55	-2.13	9.42	-3.69	10.74	3.98	-3.32
Passive International Eq Developed	-2.15	-12.12	-1.16	10.7	-4.51	10.42	4.42	-6.98
Passive US Equity Index	1.59	-7.98	-5.23	7	-4.51	8.93	3.81	0.02
US Equity LCG (Fidelity Magellan)	1.45	-8.1	-6.47	5.06	-5.92	10.81	3.63	1.36
US Equity LCG (TCW Select Equities)	1.37	-8.7	-4.87	6.68	-3.13	11.7	3.98	1.67
US Equity LCV (Fidelity Dividend Growth)	3.17	-8.76	-7.28	8.22	-6.12	11.56	4.35	1.31
US Equity LCV (Clipper)	2.17	-7.84	-4.04	6.19	-4.54	7.76	1.34	1.34
US Large Company (VZC & VZB)	2.34	-7.66	-6.38	7.5	-4.88	10.26	4.98	1.14
US Small Cap (VZC & VZB)	4.32	-7.23	-6.47	6.55	-5	12.48	4.61	3.8

Source: VIPER Reports

Equity Funds Market Values and Returns

Market Value	12/31/2010	1/31/2011	2/28/2011	3/31/2011	4/30/2011	5/31/2011	6/30/2011	7/31/2011
Active International Equity (VZN, VZMA, & VZW)	\$113,879	\$113,959	\$116,318	\$116,090	\$121,846	\$118,481	\$117,262	\$115,776
Active US Equity (VZN, VZMA, & VZW)	\$138,622	\$141,738	\$146,605	\$148,651	\$153,405	\$151,297	\$148,645	\$146,585
Active US Small Cap Equity (VZN, VZMA, & VZW)	\$228,148	\$230,239	\$241,522	\$248,251	\$256,645	\$252,034	\$245,159	\$235,501
Emerging Markets (VZC & VZB)	\$340,610	\$334,263	\$320,794	\$333,743	\$343,133	\$329,898	\$323,186	\$315,231
International Company (VZC & VZB)	\$905,974	\$907,088	\$929,405	\$928,713	\$976,596	\$943,538	\$930,909	\$916,327
International Equity	\$164,677	\$164,919	\$169,788	\$167,583	\$176,253	\$170,034	\$166,557	\$164,290
Passive International Eq Developed	\$277,269	\$285,418	\$299,419	\$299,809	\$319,595	\$308,099	\$306,599	\$297,332
Passive US Equity Index	\$1,869,925	\$1,900,544	\$1,967,686	\$1,971,651	\$2,022,975	\$1,989,932	\$1,950,299	\$1,897,582
US Equity LCG (Fidelity Magellan)	\$145,674	\$146,269	\$152,055	\$151,027	\$154,280	\$149,902	\$143,396	\$139,760
US Equity LCG (TCW Select Equities)	\$43,104	\$44,216	\$46,249	\$46,830	\$48,615	\$48,974	\$48,468	\$49,231
US Equity LCV (Fidelity Dividend Growth)	\$118,256	\$122,950	\$129,382	\$130,854	\$134,395	\$132,252	\$127,893	\$124,356
US Equity LCV (Clipper)	\$102,682	\$104,849	\$108,032	\$108,821	\$111,753	\$112,058	\$110,501	\$107,349
US Large Company (VZC & VZB)	\$1,885,350	\$1,927,996	\$2,005,645	\$2,036,328	\$2,100,087	\$2,065,196	\$2,024,159	\$1,981,484
US Small Cap (VZC & VZB)	\$824,000	\$837,242	\$889,201	\$922,330	\$953,330	\$934,800	\$905,790	\$867,774
	\$7,158,171	\$7,261,689	\$7,522,100	\$7,610,680	\$7,872,910	\$7,706,495	\$7,548,823	\$7,358,578
Returns	12/31/2010	1/31/2011	2/28/2011	3/31/2011	4/30/2011	5/31/2011	6/30/2011	7/31/2011
Active International Equity (VZN, VZMA, & VZW)	7.94	0.95	2.54	-0.36	5.56	-2.95	-0.85	-0.86
Active US Equity (VZN, VZMA, & VZW)	6.02	2.21	3.52	0.78	3.29	-1.31	-1.59	-1.34
Active US Small Cap Equity (VZN, VZMA, & VZW)	7.95	-0.02	4.91	2.96	2.89	-1.88	-2.56	-3.27
Emerging Markets (VZC & VZB)	6.06	-2.91	-1.45	5.2	3.48	-3.55	-1.32	0.52
International Company (VZC & VZB)	7.93	0.95	2.54	-0.37	5.57	-2.96	-0.86	-0.86
International Equity	7.69	1.06	3.28	-1.14	5.59	-3.5	-1.77	-0.55
Passive International Eq Developed	8.63	4.03	3.24	-1.97	6.4	-3.99	-0.54	-2.75
Passive US Equity Index	6.68	2.38	3.43	0.04	2.96	-1.13	-1.66	-2.03
US Equity LCG (Fidelity Magellan)	6.66	1.62	4.16	-0.4	2.51	-2.22	-3.61	-1.44
US Equity LCG (TCW Select Equities)	5.23	2.02	2.55	1.05	3.28	-0.95	-0.85	0.59
US Equity LCV (Fidelity Dividend Growth)	8.68	2.5	3.23	0.47	2.71	-2.09	-2.6	-2.16
US Equity LCV (Clipper)	6.35	2.6	2.97	0.87	2.41	0.25	-1.22	-2.45
US Large Company (VZC & VZB)	6.02	2.21	3.52	0.78	3.29	-1.31	-1.6	-1.34
US Small Cap (VZC & VZB)	7.94	-0.02	4.9	2.97	2.89	-1.88	-2.56	-3.28

Source: VIPER Reports

Equity Funds Market Values and Returns

Market Value	8/31/2011	9/30/2011	10/31/2011	11/30/2011	12/31/2011	1/31/2012	2/29/2012	3/31/2012
Active International Equity (VZN, VZMA, & VZW)	\$103,568	\$93,109	\$102,186	\$97,543	\$95,581	\$101,301	\$106,753	\$106,599
Active US Equity (VZN, VZMA, & VZW)	\$135,353	\$122,902	\$136,680	\$135,600	\$135,088	\$142,067	\$148,562	\$154,290
Active US Small Cap Equity (VZN, VZMA, & VZW)	\$212,333	\$189,618	\$216,782	\$216,712	\$216,671	\$231,736	\$239,651	\$246,787
Emerging Markets (VZC & VZB)	\$276,060	\$237,644	\$266,154	\$246,549	\$236,730	\$259,334	\$284,711	\$288,111
International Company (VZC & VZB)	\$819,970	\$728,793	\$792,303	\$753,709	\$732,706	\$772,428	\$816,198	\$821,114
International Equity	\$148,125	\$130,802	\$144,075	\$139,121	\$134,517	\$141,450	\$149,409	\$150,665
Passive International Eq Developed	\$263,172	\$238,783	\$258,375	\$244,363	\$237,834	\$249,472	\$267,029	\$269,669
Passive US Equity Index	\$1,780,647	\$1,654,238	\$1,828,790	\$1,820,982	\$1,833,592	\$1,910,172	\$1,993,650	\$2,062,180
US Equity LCG (Fidelity Magellan)	\$128,233	\$114,198	\$126,105	\$123,163	\$122,865	\$128,914	\$136,881	\$142,924
US Equity LCG (TCW Select Equities)	\$47,391	\$45,132	\$50,994	\$52,801	\$53,707	\$57,489	\$62,940	\$68,621
US Equity LCV (Fidelity Dividend Growth)	\$111,626	\$99,166	\$112,665	\$109,977	\$108,777	\$116,802	\$124,455	\$129,316
US Equity LCV (Clipper)	\$101,640	\$94,870	\$103,462	\$104,207	\$104,844	\$107,771	\$112,414	\$114,388
US Large Company (VZC & VZB)	\$1,833,511	\$1,653,502	\$1,830,696	\$1,807,609	\$1,791,735	\$1,879,463	\$1,968,798	\$2,048,816
US Small Cap (VZC & VZB)	\$782,459	\$695,653	\$792,219	\$788,726	\$785,572	\$840,549	\$878,363	\$910,247
	\$6,744,088	\$6,098,410	\$6,761,488	\$6,641,062	\$6,590,219	\$6,938,946	\$7,289,814	\$7,513,727
Returns	8/31/2011	9/30/2011	10/31/2011	11/30/2011	12/31/2011	1/31/2012	2/29/2012	3/31/2012
Active International Equity (VZN, VZMA, & VZW)	-9.53	-10.81	9.46	-4.18	-1.83	6.58	5.64	-0.14
Active US Equity (VZN, VZMA, & VZW)	-6.45	-9.65	11.33	-0.9	-0.38	5.7	4.5	3.45
Active US Small Cap Equity (VZN, VZMA, & VZW)	-8.64	-10.99	14.5	0.22	0.11	7.65	3.38	2.39
Emerging Markets (VZC & VZB)	-10.35	-13.61	12.5	-6.77	-2.36	10.89	5.82	-2.61
International Company (VZC & VZB)	-9.55	-10.83	9.44	-4.19	-1.83	6.58	5.64	-0.15
International Equity	-8.69	-12.34	10.89	-2.84	-2.67	6.23	5.35	0.63
Passive International Eq Developed	-10.53	-9.27	8.98	-5.23	-1.64	5.67	5.85	-0.32
Passive US Equity Index	-5.42	-7.02	10.93	-0.22	1.03	4.47	4.33	3.29
US Equity LCG (Fidelity Magellan)	-7.71	-11.66	10.86	-2.26	-0.27	6	5.98	3.58
US Equity LCG (TCW Select Equities)	-4.5	-7.07	9.66	0.28	-1.32	5.01	6.01	3.95
US Equity LCV (Fidelity Dividend Growth)	-8.7	-11.49	14.06	-2.33	-0.23	7.92	5.62	2.07
US Equity LCV (Clipper)	-4.26	-6.99	8.34	0.48	0.09	3.06	4.18	1.55
US Large Company (VZC & VZB)	-6.46	-9.65	11.33	-0.9	-0.37	5.69	4.49	3.45
US Small Cap (VZC & VZB)	-8.65	-10.99	14.49	0.22	0.11	7.65	3.38	2.39

Source: VIPER Reports

Equity Funds Market Values and Returns

Market Value	4/30/2012	5/31/2012	6/30/2012	7/31/2012	8/31/2012	9/30/2012	10/31/2012	11/30/2012
Active International Equity (VZN, VZMA, & VZW)	\$104,059	\$92,105	\$96,445	\$96,701	\$98,676	\$101,705	\$101,807	\$103,742
Active US Equity (VZN, VZMA, & VZW)	\$153,410	\$143,882	\$148,844	\$149,636	\$154,742	\$159,681	\$156,951	\$161,207
Active US Small Cap Equity (VZN, VZMA, & VZW)	\$241,789	\$223,596	\$232,388	\$229,866	\$236,550	\$244,875	\$238,413	\$240,858
Emerging Markets (VZC & VZB)	\$284,829	\$249,435	\$256,226	\$256,739	\$253,845	\$266,892	\$265,537	\$268,545
International Company (VZC & VZB)	\$807,433	\$713,790	\$749,446	\$750,347	\$765,359	\$784,720	\$783,627	\$794,225
International Equity	\$146,125	\$129,584	\$135,775	\$136,380	\$139,640	\$144,231	\$143,920	\$147,814
Passive International Eq Developed	\$260,541	\$229,253	\$246,186	\$245,231	\$252,348	\$260,136	\$262,411	\$268,964
Passive US Equity Index	\$2,041,158	\$1,916,540	\$1,989,939	\$2,007,786	\$2,055,247	\$2,105,925	\$2,061,311	\$2,065,865
US Equity LCG (Fidelity Magellan)	\$133,077	\$117,625	\$118,723	\$117,731	\$119,918	\$121,889	\$116,784	\$116,099
US Equity LCG (TCW Select Equities)	\$70,472	\$66,813	\$68,338	\$68,355	\$70,326	\$72,457	\$70,293	\$71,948
US Equity LCV (Fidelity Dividend Growth)	\$126,471	\$115,195	\$118,688	\$119,568	\$123,646	\$127,007	\$125,929	\$127,274
US Equity LCV (Clipper)	\$112,993	\$105,847	\$108,423	\$108,160	\$110,721	\$113,085	\$111,711	\$111,710
US Large Company (VZC & VZB)	\$2,023,119	\$1,866,872	\$1,914,816	\$1,909,652	\$1,942,815	\$1,982,193	\$1,929,139	\$1,953,482
US Small Cap (VZC & VZB)	\$899,403	\$832,405	\$867,089	\$858,647	\$879,802	\$908,622	\$888,998	\$892,618
	\$7,404,880	\$6,802,941	\$7,051,324	\$7,054,798	\$7,203,635	\$7,393,418	\$7,256,829	\$7,324,352
Returns	4/30/2012	5/31/2012	6/30/2012	7/31/2012	8/31/2012	9/30/2012	10/31/2012	11/30/2012
Active International Equity (VZN, VZMA, & VZW)	-1.35	-10.83	5.68	0.84	2.63	3.34	0.51	2.06
Active US Equity (VZN, VZMA, & VZW)	-1.03	-7.3	2.94	0.36	2.49	2.9	-2.2	1.95
Active US Small Cap Equity (VZN, VZMA, & VZW)	-0.99	-7.15	4.49	-0.51	3.15	3.54	-2.18	0.85
Emerging Markets (VZC & VZB)	-1.01	-11.25	2.83	1.79	0.54	6.01	-0.21	1.13
International Company (VZC & VZB)	-1.35	-10.83	5.66	0.84	2.61	3.3	0.51	2.06
International Equity	-1.15	-9.73	5.39	1.22	2.6	3.42	0.21	2.48
Passive International Eq Developed	-3.35	-11.83	7.92	-0.02	3.99	3.08	1.33	2.53
Passive US Equity Index	-0.63	-6	4.12	1.39	2.25	2.59	-1.84	0.58
US Equity LCG (Fidelity Magellan)	-1.19	-7.16	3.37	1.18	3.34	3.23	-2.57	0.96
US Equity LCG (TCW Select Equities)	-1.36	-7.89	2.25	0.26	3.71	2.87	-2.99	2.83
US Equity LCV (Fidelity Dividend Growth)	-1.46	-8.46	3.65	1.71	3.21	2.81	-1.29	0.98
US Equity LCV (Clipper)	-0.18	-6.06	2.71	-0.06	2.39	2.4	-0.23	-0.22
US Large Company (VZC & VZB)	-1.03	-7.3	2.93	0.36	2.5	2.86	-2.2	1.93
US Small Cap (VZC & VZB)	-0.99	-7.15	4.49	-0.51	3.16	3.56	-2.18	0.84

Source: VIPER Reports

Equity Funds Market Values and Returns

Market Value	12/31/2012	1/31/2013	2/28/2013	3/31/2013	4/30/2013	5/31/2013	6/30/2013	7/31/2013
Active International Equity (VZN, VZMA, & VZW)	\$107,437	\$112,907	\$112,000	\$113,186	\$118,204	\$117,002	\$113,181	\$118,523
Active US Equity (VZN, VZMA, & VZW)	\$164,295	\$174,681	\$177,600	\$184,639	\$189,216	\$197,504	\$196,998	\$209,901
Active US Small Cap Equity (VZN, VZMA, & VZW)	\$247,956	\$264,892	\$268,200	\$281,884	\$280,631	\$295,708	\$296,207	\$319,962
Emerging Markets (VZC & VZB)	\$281,769	\$292,511	\$288,400	\$281,486	\$278,087	\$268,505	\$246,192	\$250,485
International Company (VZC & VZB)	\$816,961	\$854,312	\$846,200	\$860,657	\$897,360	\$881,195	\$851,677	\$891,357
International Equity	\$151,463	\$157,903	\$155,474	\$158,319	\$164,946	\$162,654	\$158,262	\$166,755
Passive International Eq Developed	\$279,874	\$303,405	\$304,300	\$308,171	\$329,001	\$327,676	\$319,706	\$341,227
Passive US Equity Index	\$2,068,650	\$2,175,417	\$2,202,700	\$2,300,279	\$2,348,625	\$2,406,155	\$2,378,534	\$2,498,076
US Equity LCG (Fidelity Magellan)	\$114,802	\$118,101	\$117,006	\$118,548	\$117,840	\$120,325	\$116,974	\$123,068
US Equity LCG (TCW Select Equities)	\$72,514	\$76,493	\$77,386	\$79,686	\$78,794	\$79,209	\$76,815	\$81,393
US Equity LCV (Fidelity Dividend Growth)	\$128,742	\$136,968	\$138,481	\$143,048	\$144,819	\$149,592	\$145,747	\$155,052
US Equity LCV (Clipper)	\$114,565	\$120,003	\$122,936	\$129,088	\$131,403	\$137,474	\$135,637	\$142,177
US Large Company (VZC & VZB)	\$1,961,608	\$2,063,866	\$2,073,000	\$2,157,743	\$2,187,239	\$2,246,496	\$2,220,331	\$2,354,485
US Small Cap (VZC & VZB)	\$915,836	\$985,230	\$1,004,600	\$1,068,112	\$1,067,992	\$1,122,563	\$1,128,245	\$1,218,573
	\$7,426,472	\$7,836,688	\$7,888,284	\$8,184,846	\$8,334,157	\$8,512,059	\$8,384,506	\$8,871,034
Returns	12/31/2012	1/31/2013	2/28/2013	3/31/2013	4/30/2013	5/31/2013	6/30/2013	7/31/2013
Active International Equity (VZN, VZMA, & VZW)	3.39	4.67	-1.02	1.21	4.75	-1.56	-3.01	4.78
Active US Equity (VZN, VZMA, & VZW)	1.26	5.54	0.72	3.52	2	3.27	-0.9	5.95
Active US Small Cap Equity (VZN, VZMA, & VZW)	3.14	6.54	1.37	4.44	-0.53	4.71	0.08	6.97
Emerging Markets (VZC & VZB)	4.97	1.85	-1.34	-1.02	1.03	-1.42	-7.86	2.22
International Company (VZC & VZB)	3.38	4.68	-1.02	1.21	4.76	-1.56	-3.02	4.77
International Equity	2.34	3.68	-1.55	2.29	4.74	-1.77	-2.27	5.67
Passive International Eq Developed	3.72	5.75	-2.28	-0.03	6.25	-1.89	-3.84	5.82
Passive US Equity Index	0.92	5.18	1.36	3.75	1.92	2.34	-1.34	5.09
US Equity LCG (Fidelity Magellan)	0.79	5.1	0.69	3.16	0.99	3.6	-1.68	6.64
US Equity LCG (TCW Select Equities)	0.96	4.85	0.38	2.26	-0.14	0.83	-2.42	6.03
US Equity LCV (Fidelity Dividend Growth)	1.56	5.29	0.57	3.29	1.38	2.72	-2.23	6.19
US Equity LCV (Clipper)	2.53	5.53	2.38	4.22	1.08	3.96	-1.45	4.55
US Large Company (VZC & VZB)	1.26	5.55	0.72	3.53	1.99	3.27	-0.91	5.95
US Small Cap (VZC & VZB)	3.14	6.55	1.37	4.43	-0.54	4.7	0.08	6.97

Source: VIPER Reports

Equity Funds Market Values and Returns

Market Value	8/31/2013	9/30/2013	10/31/2013	11/30/2013	12/31/2013	1/31/2014	2/28/2014
Active International Equity (VZN, VZMA, & VZW)	\$116,474	\$125,031	\$130,044	\$131,507	\$134,124	\$129,289	\$136,182
Active US Equity (VZN, VZMA, & VZW)	\$208,913	\$222,648	\$234,011	\$245,017	\$257,315	\$253,169	\$268,472
Active US Small Cap Equity (VZN, VZMA, & VZW)	\$318,208	\$343,669	\$352,567	\$370,404	\$385,414	\$376,017	\$393,035
Emerging Markets (VZC & VZB)	\$243,423	\$258,898	\$270,709	\$267,989	\$265,324	\$243,710	\$251,384
International Company (VZC & VZB)	\$873,698	\$936,288	\$973,961	\$979,830	\$996,410	\$959,396	\$1,016,255
International Equity	\$162,530	\$174,373	\$181,756	\$184,975	\$189,889	\$180,903	\$190,618
Passive International Eq Developed	\$343,187	\$374,770	\$401,232	\$410,327	\$422,253	\$412,461	\$438,938
Passive US Equity Index	\$2,423,648	\$2,489,563	\$2,590,832	\$2,662,256	\$2,723,229	\$2,626,186	\$2,748,953
US Equity LCG (Fidelity Magellan)	\$122,684	\$128,663	\$134,205	\$138,360	\$142,254	\$138,860	\$146,788
US Equity LCG (TCW Select Equities)	\$81,176	\$86,729	\$90,127	\$92,843	\$95,388	\$92,110	\$97,170
US Equity LCV (Fidelity Dividend Growth)	\$153,049	\$159,491	\$166,558	\$174,979	\$178,515	\$170,494	\$176,498
US Equity LCV (Clipper)	\$130,134	\$129,486	\$131,902	\$133,811	\$135,286	\$126,045	\$129,292
US Large Company (VZC & VZB)	\$2,311,923	\$2,417,333	\$2,514,103	\$2,589,464	\$2,683,681	\$2,608,319	\$2,744,698
US Small Cap (VZC & VZB)	\$1,208,695	\$1,305,673	\$1,343,859	\$1,413,522	\$1,467,183	\$1,441,848	\$1,518,291
	\$8,697,743	\$9,152,615	\$9,515,865	\$9,795,285	\$10,076,266	\$9,758,809	\$10,256,575
Returns	8/31/2013	9/30/2013	10/31/2013	11/30/2013	12/31/2013	1/31/2014	2/28/2014
Active International Equity (VZN, VZMA, & VZW)	-1.95	7.25	3.92	0.58	1.76	-3.73	5.61
Active US Equity (VZN, VZMA, & VZW)	-1.79	4.75	3.99	2.89	3.58	-2.72	5.02
Active US Small Cap Equity (VZN, VZMA, & VZW)	-1.73	7.19	2.21	4.31	3.17	-2.77	4.48
Emerging Markets (VZC & VZB)	-2.61	7.1	4.7	-2.07	-0.7	-6.15	3.08
International Company (VZC & VZB)	-1.95	7.26	3.92	0.57	1.75	-3.72	5.6
International Equity	-2.74	7.22	3.73	1.87	2.53	-4.45	5.54
Passive International Eq Developed	-1.27	8.01	4.33	0.76	1.37	-3.71	5.43
Passive US Equity Index	-2.9	3.13	4.6	3.05	2.53	-3.46	4.57
US Equity LCG (Fidelity Magellan)	-1.85	4.22	4.27	3.49	2.46	-1.86	5.2
US Equity LCG (TCW Select Equities)	-0.49	6.12	3.76	2.54	2.43	-2.57	6.38
US Equity LCV (Fidelity Dividend Growth)	-2.58	4.26	4.04	3.16	2.2	-3.34	4.13
US Equity LCV (Clipper)	-3.39	2.56	4.98	3.28	2.49	-4.64	4.31
US Large Company (VZC & VZB)	-1.79	4.73	4	2.89	3.59	-2.72	5.02
US Small Cap (VZC & VZB)	-1.73	7.18	2.21	4.3	3.17	-2.78	4.48

Source: VIPER Reports

Equity Funds Market Values and Returns

Market Value	3/31/2014	4/30/2014	5/31/2014	6/30/2014	7/31/2014	8/31/2014	9/30/2014
Active International Equity (VZN, VZMA, & VZW)	\$135,567	\$136,363	\$139,556	\$142,192	\$138,526	\$138,531	\$133,332
Active US Equity (VZN, VZMA, & VZW)	\$267,499	\$265,601	\$275,591	\$284,462	\$281,362	\$297,300	\$292,655
Active US Small Cap Equity (VZN, VZMA, & VZW)	\$388,136	\$363,963	\$360,896	\$377,020	\$354,170	\$364,763	\$348,290
Emerging Markets (VZC & VZB)	\$257,535	\$259,687	\$271,042	\$278,799	\$284,726	\$290,709	\$271,549
International Company (VZC & VZB)	\$1,016,698	\$1,016,075	\$1,029,776	\$1,041,142	\$1,012,411	\$1,006,742	\$965,034
International Equity	\$187,022	\$187,664	\$191,933	\$193,932	\$188,977	\$189,888	\$182,901
Passive International Eq Developed	\$444,462	\$450,871	\$461,040	\$470,271	\$458,331	\$455,123	\$436,491
Passive US Equity Index	\$2,783,585	\$2,795,120	\$2,853,870	\$2,910,559	\$2,866,670	\$2,974,522	\$2,930,474
US Equity LCG (Fidelity Magellan)	\$144,777	\$142,461	\$146,264	\$150,767	\$147,786	\$156,206	\$155,130
US Equity LCG (TCW Select Equities)	\$92,952	\$88,350	\$93,440	\$93,138	\$88,885	\$92,853	\$90,253
US Equity LCV (Fidelity Dividend Growth)	\$177,172	\$177,544	\$182,634	\$188,531	\$186,896	\$193,736	\$192,660
US Equity LCV (Clipper)	\$129,796	\$128,426	\$128,874	\$130,331	\$126,299	\$122,842	\$114,780
US Large Company (VZC & VZB)	\$2,727,544	\$2,674,351	\$2,720,798	\$2,783,919	\$2,721,833	\$2,822,528	\$2,739,810
US Small Cap (VZC & VZB)	\$1,497,045	\$1,407,100	\$1,389,302	\$1,449,035	\$1,355,165	\$1,404,230	\$1,327,260
	\$10,249,791	\$10,093,577	\$10,245,016	\$10,494,099	\$10,212,038	\$10,509,975	\$10,180,619
Returns	3/31/2014	4/30/2014	5/31/2014	6/30/2014	7/31/2014	8/31/2014	9/30/2014
Active International Equity (VZN, VZMA, & VZW)	-0.22	0.49	2	1.37	-2.52	0.1	-3.67
Active US Equity (VZN, VZMA, & VZW)	-0.96	-1.28	2.68	2.73	-1.85	4.37	-2.54
Active US Small Cap Equity (VZN, VZMA, & VZW)	-1.96	-5.18	0.38	5.39	-5.45	4.74	-4.71
Emerging Markets (VZC & VZB)	2.29	1.1	4.21	2.14	1.33	1.55	-6.8
International Company (VZC & VZB)	-0.21	0.5	2	1.36	-2.52	0.1	-3.67
International Equity	-1.59	0.41	2.23	1.23	-2.32	0.54	-3.24
Passive International Eq Developed	0.12	1.07	1.59	0.99	-2.89	-0.54	-3.47
Passive US Equity Index	0.84	0.74	2.35	2.06	-1.38	4	-1.4
US Equity LCG (Fidelity Magellan)	-1.13	-1.14	3.1	2.63	-1.49	4.86	-1.6
US Equity LCG (TCW Select Equities)	-4.35	-3.51	2.57	3.99	-2.17	5.19	-2.79
US Equity LCV (Fidelity Dividend Growth)	0.87	-0.06	2.62	2.39	-1.19	3.54	-1.3
US Equity LCV (Clipper)	2.04	0.45	1.54	2.36	-1.84	3.01	-1.93
US Large Company (VZC & VZB)	-0.97	-1.28	2.68	2.74	-1.79	4.36	-2.54
US Small Cap (VZC & VZB)	-1.96	-5.14	0.38	5.38	-5.45	4.74	-4.71

Source: VIPER Reports

Equity Funds Market Values and Returns

Market Value	10/31/2014	11/30/2014	12/31/2014	1/31/2015	2/28/2015	3/31/2015	4/30/2015
Active International Equity (VZN, VZMA, & VZW)	\$130,762	\$130,920	\$125,568	\$124,430	\$131,014	\$129,377	\$136,636
Active US Equity (VZN, VZMA, & VZW)	\$300,759	\$423,622	\$420,391	\$406,675	\$434,240	\$428,567	\$432,824
Active US Small Cap Equity (VZN, VZMA, & VZW)	\$356,200	\$355,582	\$358,737	\$341,436	\$362,845	\$368,199	\$363,541
Emerging Markets (VZC & VZB)	\$270,527	\$264,332	\$248,166	\$246,652	\$253,888	\$249,652	\$269,173
International Company (VZC & VZB)	\$943,273	\$942,685	\$903,722	\$901,129	\$951,430	\$938,263	\$981,478
International Equity	\$182,670	\$182,677	\$176,300	\$174,993	\$184,642	\$184,053	\$190,452
Passive International Eq Developed	\$423,421	\$424,362	\$403,745	\$398,905	\$424,276	\$424,718	\$446,281
Passive US Equity Index	\$3,005,129	\$3,103,111	\$3,107,366	\$3,009,751	\$3,185,649	\$3,128,671	\$3,137,342
US Equity LCG (Fidelity Magellan)	\$160,956	\$167,571	\$167,810	\$162,568	\$172,472	\$170,942	\$170,474
US Equity LCG (TCW Select Equities)	\$93,075	\$94,614	\$94,119	\$89,711	\$94,663	\$93,651	\$93,857
US Equity LCV (Fidelity Dividend Growth)	\$197,497	\$204,888	\$203,584	\$194,822	\$206,951	\$203,853	\$203,880
US Equity LCV (Clipper)							
US Large Company (VZC & VZB)	\$2,786,263	\$2,841,264	\$2,818,034	\$2,724,668	\$2,908,285	\$2,865,705	\$2,868,478
US Small Cap (VZC & VZB)	\$1,367,256	\$1,364,627	\$1,384,994	\$1,324,012	\$1,416,858	\$1,438,779	\$1,415,486
	\$10,217,787	\$10,500,254	\$10,412,538	\$10,099,752	\$10,727,213	\$10,624,432	\$10,709,899
Returns	10/31/2014	11/30/2014	12/31/2014	1/31/2015	2/28/2015	3/31/2015	4/30/2015
Active International Equity (VZN, VZMA, & VZW)	-1.4	0.91	-3.15	1	5.62	-1.37	4.64
Active US Equity (VZN, VZMA, & VZW)	2.3	2.35	-0.56	-2.5	6.99	-1.04	0.86
Active US Small Cap Equity (VZN, VZMA, & VZW)	4.47	0.43	2.05	-3.26	7.2	1.49	-1.31
Emerging Markets (VZC & VZB)	0.49	-0.51	-4.89	0.39	2.69	-1.53	7.15
International Company (VZC & VZB)	-1.41	0.91	-3.15	1	5.62	-1.37	4.64
International Equity	0.28	1.33	-2.62	0.9	5.99	-0.52	2.27
Passive International Eq Developed	-2.15	1.61	-3.85	0.49	5.98	-1.48	4.15
Passive US Equity Index	2.44	2.7	-0.24	-3.01	5.75	-1.58	0.96
US Equity LCG (Fidelity Magellan)	2.92	2.3	-0.11	-2.45	6.41	-0.92	0.19
US Equity LCG (TCW Select Equities)	3.57	1.72	-0.01	-2.35	6.96	-1.2	0.44
US Equity LCV (Fidelity Dividend Growth)	2.05	2.58	-0.68	-3	5.96	-1.54	1.01
US Equity LCV (Clipper)							
US Large Company (VZC & VZB)	2.3	2.35	-0.56	-2.51	6.99	-1.03	0.86
US Small Cap (VZC & VZB)	4.5	0.43	2.05	-3.26	7.21	1.49	-1.31

Source: VIPER Reports

Equity Funds Market Values and Returns

Market Value	5/31/2015	6/30/2015	7/31/2015	8/31/2015	9/30/2015	10/31/2015	11/30/2015
Active International Equity (VZN, VZMA, & VZW)	\$139,224	\$135,673	\$135,845	\$126,793	\$120,853	\$129,276	\$127,315
Active US Equity (VZN, VZMA, & VZW)	\$437,499	\$428,591	\$435,526	\$406,519	\$390,101	\$419,714	\$424,195
Active US Small Cap Equity (VZN, VZMA, & VZW)	\$372,169	\$377,068	\$375,349	\$350,969	\$333,134	\$347,903	\$357,250
Emerging Markets (VZC & VZB)	\$262,167	\$254,322	\$235,850	\$210,420	\$202,920	\$217,589	\$207,803
International Company (VZC & VZB)	\$987,035	\$962,815	\$973,653	\$903,439	\$860,441	\$915,613	\$900,325
International Equity	\$196,326	\$192,494	\$196,673	\$180,833	\$171,658	\$182,913	\$182,497
Passive International Eq Developed	\$446,456	\$434,488	\$443,205	\$408,854	\$386,108	\$415,505	\$407,529
Passive US Equity Index	\$3,158,950	\$3,074,783	\$3,128,504	\$2,923,113	\$2,838,724	\$3,065,680	\$3,073,724
US Equity LCG (Fidelity Magellan)	\$172,686	\$169,942	\$173,439	\$160,824	\$153,646	\$166,854	\$169,624
US Equity LCG (TCW Select Equities)	\$94,158	\$94,587	\$104,084	\$97,766	\$95,908	\$108,454	\$112,543
US Equity LCV (Fidelity Dividend Growth)	\$205,890	\$199,262	\$200,572	\$186,836	\$178,366	\$191,713	\$191,560
US Equity LCV (Clipper)							
US Large Company (VZC & VZB)	\$2,892,893	\$2,840,717	\$2,894,990	\$2,705,059	\$2,585,641	\$2,763,637	\$2,780,974
US Small Cap (VZC & VZB)	\$1,452,034	\$1,475,116	\$1,482,402	\$1,391,816	\$1,317,145	\$1,371,994	\$1,414,403
	\$10,817,486	\$10,639,858	\$10,780,093	\$10,053,240	\$9,634,643	\$10,296,846	\$10,349,743
Returns	5/31/2015	6/30/2015	7/31/2015	8/31/2015	9/30/2015	10/31/2015	11/30/2015
Active International Equity (VZN, VZMA, & VZW)	0.32	-2.24	1.35	-6.65	-4.2	6.81	-1.4
Active US Equity (VZN, VZMA, & VZW)	1.38	-1.27	2.18	-6.16	-3.84	7.58	0.85
Active US Small Cap Equity (VZN, VZMA, & VZW)	2.71	1.45	-0.09	-6.18	-4.99	4.61	3.12
Emerging Markets (VZC & VZB)	-3.12	-2.93	-6.37	-8.94	-2.99	6.95	-3.08
International Company (VZC & VZB)	0.31	-2.24	1.35	-6.66	-4.2	6.83	-1.41
International Equity	1.66	-1.68	2.27	-7.19	-4.65	6.47	-0.25
Passive International Eq Developed	-0.45	-2.78	2.08	-7.37	-5.07	7.82	-1.55
Passive US Equity Index	1.29	-1.94	2.12	-6.05	-2.46	8.44	0.3
US Equity LCG (Fidelity Magellan)	1.91	-0.94	2.7	-6.48	-3.77	8.82	1.31
US Equity LCG (TCW Select Equities)	0.66	0.55	8.18	-6.83	-3.16	9.98	0.2
US Equity LCV (Fidelity Dividend Growth)	1.2	-2.09	1.89	-5.95	-3.72	7.96	-0.19
US Equity LCV (Clipper)							
US Large Company (VZC & VZB)	1.38	-1.27	2.18	-6.17	-3.84	7.58	0.85
US Small Cap (VZC & VZB)	2.7	1.44	-0.09	-6.17	-4.99	4.62	3.12

Source: VIPER Reports

Equity Funds Market Values and Returns

Market Value	12/31/2015	1/31/2016	2/29/2016	3/31/2016	4/30/2016	5/31/2016	6/30/2016
Active International Equity (VZN, VZMA, & VZW)	\$126,260	\$117,311	\$113,859	\$120,577	\$116,107	\$115,467	\$110,196
Active US Equity (VZN, VZMA, & VZW)	\$416,587	\$386,017	\$384,277	\$409,711	\$378,666	\$383,984	\$377,889
Active US Small Cap Equity (VZN, VZMA, & VZW)	\$341,608	\$306,907	\$305,081	\$324,659	\$306,763	\$310,925	\$306,688
Emerging Markets (VZC & VZB)	\$201,591	\$184,361	\$185,233	\$211,104	\$211,371	\$207,701	\$213,732
International Company (VZC & VZB)	\$891,641	\$824,881	\$803,513	\$852,985	\$851,298	\$846,953	\$807,362
International Equity	\$180,428	\$167,223	\$162,723	\$171,441	\$146,957	\$147,622	\$139,095
Passive International Eq Developed	\$401,346	\$368,072	\$361,728	\$384,475	\$382,804	\$381,431	\$466,255
Passive US Equity Index	\$3,015,316	\$2,848,892	\$2,843,961	\$3,032,442	\$2,987,662	\$3,042,765	\$3,565,022
US Equity LCG (Fidelity Magellan)	\$165,418	\$153,163	\$149,240	\$157,707	\$130,011	\$131,832	\$127,305
US Equity LCG (TCW Select Equities)	\$115,117	\$103,491	\$102,091	\$105,535	\$89,004	\$90,306	\$87,485
US Equity LCV (Fidelity Dividend Growth)	\$188,984	\$178,020	\$176,834	\$187,457	\$159,245	\$160,029	\$158,428
US Equity LCV (Clipper)							
US Large Company (VZC & VZB)	\$2,718,270	\$2,501,016	\$2,477,889	\$2,630,721	\$2,598,775	\$2,640,579	\$2,592,015
US Small Cap (VZC & VZB)	\$1,356,812	\$1,210,068	\$1,202,892	\$1,280,286	\$1,272,589	\$1,294,693	\$1,282,091
	\$10,119,377	\$9,349,421	\$9,269,321	\$9,869,100	\$9,631,252	\$9,754,289	\$10,233,562
Returns	12/31/2015	1/31/2016	2/29/2016	3/31/2016	4/30/2016	5/31/2016	6/30/2016
Active International Equity (VZN, VZMA, & VZW)	-0.81	-6.33	-2.18	6.85	1.92	-0.07	-3.75
Active US Equity (VZN, VZMA, & VZW)	-2.03	-6.89	-0.32	6.83	1.07	2.13	-1.19
Active US Small Cap Equity (VZN, VZMA, & VZW)	-4.33	-9.5	-0.25	7.11	1.58	2.03	-0.45
Emerging Markets (VZC & VZB)	-2.63	-7.06	-0.17	13.22	1.21	-1.88	2.76
International Company (VZC & VZB)	-0.82	-6.34	-2.19	6.85	1.92	-0.08	-3.76
International Equity	-1.24	-6.29	-2.26	6.02	0.62	1.32	-4.13
Passive International Eq Developed	-1.34	-7.28	-1.83	6.54	2.99	-0.78	-3.36
Passive US Equity Index	-1.58	-4.95	-0.14	6.78	0.39	1.8	0.26
US Equity LCG (Fidelity Magellan)	-1.76	-6.44	-1.68	6.4	1.1	1.49	-1.83
US Equity LCG (TCW Select Equities)	-0.58	-9.86	-2.99	5.28	-0.08	2.73	-1.46
US Equity LCV (Fidelity Dividend Growth)	-1.19	-4.99	-0.31	5.69	-0.36	1.39	0.03
US Equity LCV (Clipper)							
US Large Company (VZC & VZB)	-2.03	-6.89	-0.32	6.87	1.1	2.13	-1.2
US Small Cap (VZC & VZB)	-4.33	-9.5	-0.26	7.11	1.58	2.03	-0.47

Source: VIPER Reports

Equity Funds Market Values and Returns

Market Value	7/31/2016	8/31/2016	9/30/2016	10/31/2016	11/30/2016	12/31/2016	1/31/2017
Active International Equity (VZN, VZMA, & VZW)	\$114,520	\$113,891	\$115,188	\$111,525	\$108,407	\$110,926	\$114,005
Active US Equity (VZN, VZMA, & VZW)	\$395,377	\$397,969	\$401,310	\$389,203	\$399,465	\$403,948	\$415,927
Active US Small Cap Equity (VZN, VZMA, & VZW)	\$321,517	\$325,192	\$325,875	\$308,615	\$337,076	\$344,913	\$351,444
Emerging Markets (VZC & VZB)	\$224,180	\$230,171	\$235,404	\$235,810	\$224,396	\$225,621	\$240,249
International Company (VZC & VZB)	\$835,763	\$827,693	\$831,563	\$805,592	\$776,977	\$789,461	\$807,430
International Equity	\$144,055	\$144,546	\$145,046	\$139,886	\$133,915	\$134,011	\$135,995
Passive International Eq Developed	\$426,924	\$413,946	\$418,656	\$409,964	\$442,459	\$415,136	\$426,384
Passive US Equity Index	\$3,696,923	\$3,687,814	\$3,655,641	\$3,578,664	\$3,658,673	\$3,699,783	\$3,766,322
US Equity LCG (Fidelity Magellan)	\$130,687	\$129,921	\$129,465	\$125,675	\$128,389	\$129,002	\$131,577
US Equity LCG (TCW Select Equities)	\$91,551	\$89,644	\$88,152	\$82,778	\$78,519	\$76,000	\$78,635
US Equity LCV (Fidelity Dividend Growth)	\$161,808	\$162,475	\$162,062	\$158,814	\$161,587	\$165,217	\$166,521
US Equity LCV (Clipper)							
US Large Company (VZC & VZB)	\$2,687,612	\$2,690,526	\$2,692,060	\$2,607,249	\$2,667,397	\$2,684,699	\$2,760,761
US Small Cap (VZC & VZB)	\$1,340,226	\$1,347,538	\$1,348,232	\$1,276,229	\$1,403,843	\$1,440,476	\$1,473,545
	\$10,571,143	\$10,561,325	\$10,548,654	\$10,230,003	\$10,521,104	\$10,619,195	\$10,868,794
Returns	7/31/2016	8/31/2016	9/30/2016	10/31/2016	11/30/2016	12/31/2016	1/31/2017
Active International Equity (VZN, VZMA, & VZW)	4.59	-0.1	1.21	-2.45	-2.41	2.77	3.36
Active US Equity (VZN, VZMA, & VZW)	4.95	0.73	0.63	-2.44	3.05	0.85	3.33
Active US Small Cap Equity (VZN, VZMA, & VZW)	5.66	1.27	0.53	-4.73	9.19	1.51	1.72
Emerging Markets (VZC & VZB)	5.22	2.27	1.35	-0.61	-5.48	0.13	5.64
International Company (VZC & VZB)	4.59	-0.09	1.19	-2.45	-2.41	2.77	3.36
International Equity	4.46	1.01	1	-3.22	-3.15	1.69	2.98
Passive International Eq Developed	5.09	0.04	1.25	-2.05	-1.94	3.46	2.86
Passive US Equity Index	3.69	0.14	0.02	-1.82	3.71	1.98	1.9
US Equity LCG (Fidelity Magellan)	3.82	0.52	0.27	-1.95	2.98	1.1	2.41
US Equity LCG (TCW Select Equities)	6.45	-0.84	-0.52	-3.05	-2.38	-0.66	5.4
US Equity LCV (Fidelity Dividend Growth)	2.94	0.63	-0.1	-1.21	2.68	1.88	0.96
US Equity LCV (Clipper)							
US Large Company (VZC & VZB)	4.95	0.73	0.63	-2.44	3.05	0.85	3.34
US Small Cap (VZC & VZB)	5.66	1.27	0.53	-4.74	9.18	1.51	1.74

Source: VIPER Reports

EXHIBIT NO. 7
Monthly Returns, net of fees

	Global Opportunity Fund	Equity Benchmark		Global Opportunity Fund	Equity Benchmark
Apr-10	1.0%	1.7%	Oct-13	0.9%	3.9%
May-10	0.9%	-8.5%	Nov-13	0.3%	2.7%
Jun-10	0.8%	-4.6%	Dec-13	-0.4%	2.7%
Jul-10	1.8%	7.6%	Jan-14	-0.4%	-3.2%
Aug-10	2.0%	-4.4%	Feb-14	1.8%	4.8%
Sep-10	3.1%	10.2%	Mar-14	-1.5%	-0.4%
Oct-10	1.5%	4.2%	Apr-14	1.0%	-1.0%
Nov-10	-1.7%	-0.1%	May-14	1.6%	2.1%
Dec-10	3.8%	6.9%	Jun-14	0.3%	2.7%
Jan-11	0.8%	1.6%	Jul-14	-0.5%	-2.3%
Feb-11	1.8%	3.3%	Aug-14	1.4%	3.5%
Mar-11	-1.4%	0.8%	Sep-14	-1.5%	-2.8%
Apr-11	3.2%	3.6%	Oct-14	0.8%	2.1%
May-11	-0.8%	-1.8%	Nov-14	1.5%	1.9%
Jun-11	0.4%	-1.7%	Dec-14	-1.8%	-0.5%
Jul-11	1.0%	-1.7%	Jan-15	2.3%	-2.2%
Aug-11	0.9%	-7.3%	Feb-15	2.1%	6.3%
Sep-11	0.0%	-9.5%	Mar-15	1.1%	-0.8%
Oct-11	1.5%	11.4%	Apr-15	-0.4%	1.2%
Nov-11	-1.0%	-1.4%	May-15	0.5%	1.3%
Dec-11	1.3%	-0.3%	Jun-15	-2.5%	-1.2%
Jan-12	1.1%	6.0%	Jul-15	1.5%	1.6%
Feb-12	-0.9%	4.6%	Aug-15	-3.1%	-6.3%
Mar-12	-1.4%	2.3%	Sep-15	-3.1%	-3.7%
Apr-12	0.5%	-1.0%	Oct-15	4.3%	7.3%
May-12	-1.0%	-7.7%	Nov-15	0.8%	0.6%
Jun-12	-0.4%	4.1%	Dec-15	-2.5%	-2.1%
Jul-12	4.5%	0.7%	Jan-16	-2.5%	-6.7%
Aug-12	-0.2%	2.6%	Feb-16	0.4%	-0.6%
Sep-12	-0.9%	3.1%	Mar-16	2.3%	6.9%
Oct-12	-1.3%	-1.5%	Apr-16	1.1%	1.1%
Nov-12	0.2%	1.3%	May-16	-0.4%	1.6%
Dec-12	-0.4%	2.0%	Jun-16	0.0%	-0.9%
Jan-13	1.2%	5.3%	Jul-16	1.8%	4.6%
Feb-13	-0.3%	0.6%	Aug-16	-0.3%	0.5%
Mar-13	0.8%	3.1%	Sep-16	-0.2%	0.5%
Apr-13	1.2%	2.0%	Oct-16	-0.5%	-2.5%
May-13	-0.2%	2.2%	Nov-16	-1.3%	3.3%
Jun-13	-3.4%	-1.5%	Dec-16	0.9%	1.6%
Jul-13	2.5%	5.6%	Jan-17	1.8%	2.6%
Aug-13	-0.9%	-2.2%			
Sep-13	0.0%	5.2%			

Sources for returns to Global Opportunity Fund and Components of Equity Benchmark are monthly VIPER reports.

EXHIBIT NO. 8

Estimate of Damages to the Plan - Investment in Global Opportunity Fund vs. Equity Benchmark (\$ thousands)

	12/31/2010	12/31/2011	12/31/2012	12/31/2013	12/31/2014	12/31/2015	12/31/2016 ¹	Totals
Global Opportunity Fund	696	(4,165)	8,089	13,058	1,959	574	4,385	24,596
Retirement Income Fd	33	(1,570)	2,578	4,613	648	1,128	3,622	11,051
TDF 2010								
TDF 2015	53	(4,662)	6,639	10,805	1,373	(714)		13,495
TDF 2020	238	(2,057)	3,155	6,059	885	177	1,139	9,595
TDF 2025	68	(9,350)	12,728	22,292	3,049	390	1,948	31,126
TDF 2030	248	(3,517)	5,132	10,441	1,608	142	664	14,718
TDF 2035	285	(3,298)	5,247	11,911	2,043	97	(220)	16,065
TDF 2040	150	(5,209)	7,872	16,016	2,424	97	(240)	21,111
TDF 2045	193	(1,995)	3,247	7,161	1,110	49	(116)	9,649
TDF 2050	192	(1,955)	3,196	6,948	1,047	45	(108)	9,366
TDF 2055	42	(333)	636	2,078	429	24	(54)	2,822
TDF 2060						2	(3)	(1)
Total	2,199	(38,110)	58,519	111,381	16,575	2,012	11,017	163,593

Notes:

¹Includes January 2017.

EXHIBIT NO. 9

Estimate of Damges to the Plan - Investment in Global Opportunity Fund vs. Equity Benchmark (\$ thousands)
Including Reinvestment

	12/31/2010	12/31/2011	12/31/2012	12/31/2013	12/31/2014	12/31/2015	12/31/2016 ¹	Totals
Global Opportunity Fund	6,524	597	17,497	17,906	2,952	1,188	4,942	51,606
Retirement Income Fd	2,650	155	5,590	6,337	983	1,537	4,065	21,315
TDF 2010								
TDF 2015	8,345	500	14,474	14,842	2,102	(714)		39,549
TDF 2020	3,152	157	6,936	8,290	1,351	355	1,276	21,519
TDF 2025	15,698	704	28,049	30,519	4,700	824	2,213	82,708
TDF 2030	5,131	71	11,326	14,245	2,469	296	751	34,289
TDF 2035	4,600	84	11,517	16,217	3,141	207	(220)	35,546
TDF 2040	8,050	234	17,230	21,858	3,765	215	(240)	51,112
TDF 2045	2,804	50	7,131	9,764	1,722	105	(116)	21,460
TDF 2050	2,761	76	7,014	9,479	1,630	98	(108)	20,949
TDF 2055	185	(31)	1,399	2,813	649	49	(54)	5,010
TDF 2060						3	(3)	0
Total	59,900	2,599	128,163	152,271	25,464	4,161	12,506	385,064

Notes:

¹Includes January 2017.